Ref: PFL/BSE/2026-27/118

Date: November 23, 2026

To,
BSE Limited
The Corporate Relationship Department
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai – 400 001.

Particulars	**Equity**	**Debt**						
Scrip Code	544191	977452	977715	977718	977748	978011	978238	978427
Scrip ID	PURPLEFIN	1225PFL28	1250PFL31	PFL06426	12PFL28	1190PFL28	1190PFL29	1150PFL29

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") - Postal Ballot Notice

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI LODR Regulations, please find enclosed herewith the Postal Ballot Notice along with the Explanatory Statement ("Notice") dated November 23, 2026, for seeking approval of Members of the Company for the following resolution:

Sr. No.	**Description of Resolution**	**Type of Resolution**
1.	To ratify the members resolution passed on August 31, 2026 for allotment of equity shares on preferential basis.	Special

Further the Notice is also available at the website of the Company i.e. www.purplefinance.in and on the website of Company's Registrar and Transfer Agent/ e-voting agency, Purva Sharegistry (India) Private Limited ("Purva") at www.purvashare.com**.**

In accordance with applicable laws and circulars issued by MCA and SEBI, the said Notice is being sent electronically on Monday, November 23, 2026 to all the members of the Company whose names appear in the register of members / register of beneficial owners maintained by the depositories as on Friday, November 20, 2026 ("Cut-off date") and whose email IDs are registered with the Company/ RCMC/

depositories/ depository participants. The communication of assent/ dissent of the members on the Resolutions proposed in the Notice will only take place through the remote e-voting system.

The Company has appointed Purva Sharegistry (India) Private Limited (Purva) for facilitating e-voting to enable the members to cast their votes electronically. The remote e-voting period shall commence on **Tuesday, November 24, 2026, at 09:00 a.m. (IST) and shall end on Wednesday, December 23, 2026, at 05:00 p.m. (IST) (both days inclusive).**

The e-voting module shall be disabled by Purva thereafter. The results of the postal ballot shall be announced within 2 (Two) working days i.e. on or before Monday, December 28, 2026. Further, the voting results along with the scrutinizer's report shall be uploaded on the website of the Company i.e. www.purplefinance.in and on the website of Purva Sharegistry (India) Private Limited i.e. www.purvashare.com and also on the website of BSE Limited ("BSE") at www.bseindia.com.

This is for your information and records.

Thanking You,

Yours faithfully,

For Purple Finance Limited

RUCHI JITENDRA NISHAR

Digitally signed by RUCHI JITENDRA NISHAR
Date: 2026.11.23 23:40:51 +05'30'

Ruchi Nishar
Company Secretary & Compliance Officer

Encl: A/a

POSTAL BALLOT NOTICE

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

Dear Member(s),

NOTICE is hereby given that pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("**the Act**"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024, 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations**"), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**"), Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India ("**SS-2**"), and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time), the resolution set out below is proposed for approval by the Members of Purple Finance Limited ("**the Company**") as Special Resolution by means of Postal Ballot, only by remote e-voting process ("**E- voting**") being provided by the Company to all its Members to cast their votes electronically.

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

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

Pursuant to Rule 22(5) of Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company have appointed CS Abhilasha Chaudhary (COP No. 23604), of M/s. Abhilasha Chaudhary & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot through remote E-voting process in a fair and transparent manner.

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

Commencement of remote e-voting	Conclusion of remote e-voting
Tuesday, November 24, 2026, at 09:00 a.m. (IST)	Wednesday, December 23, 2026, 05:00 p.m. (IST)

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

The Scrutinizer will submit the report to the Chairman of the Company or any person authorized by him upon completion of the scrutiny of the votes cast through remote E-voting. The results of the Postal Ballot will be announced on or before December 28, 2026.

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

SPECIAL BUSINESS

TO RATIFY THE MEMBERS RESOLUTION PASSED ON AUGUST 31, 2026 FOR ALLOTMENT OF EQUITY SHARES ON PREFERENTIAL BASIS:

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), applicable sections of the Companies Act, 2013, Reserve Bank of India ("RBI") and subject to other applicable rules / regulations / guidelines / notifications / circulars and clarifications issued thereunder, if any, from time to time by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India (hereinafter referred as "SEBI") and in accordance with the Foreign Exchange Management Act, 1999, as amended or restated (hereinafter referred as "FEMA") and/or any other statutory or regulatory authorities, including BSE Limited ("BSE") and/ or any other competent authorities to the extent applicable, and subject to all necessary approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the Government of India, any other statutory or regulatory authorities, as may be required, and to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by

this resolution or any person authorized by the Board or its committee for such purpose and subject to any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion), and subject to the completion of the conditions precedent or waiver thereof as mutually decided between the Company and each of the Allottees (as defined below), the approval of Members of the Company be and is hereby accorded to the Board to ratify the allotment of 99,99,952 (Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred Fifty-Two) equity shares, for consideration other than cash, to the shareholders of Saksham Gram Credit Private Limited ("Saksham") in consideration of the acquisition by the Company of 1,81,33,588 equity shares of Saksham having a face value of Rs.10/- (Rupees Ten Only) each at a value of Rs.54.60 (Rupees Fifty-Four and Sixty Paise Only) per equity share, pursuant to the share swap arrangement aggregating to approximately Rs.71,99,96,544 (Rupees Seventy-One Crore Ninety-Nine Lakh Ninety-Six Thousand Five Hundred Forty-Four Only) determined in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as applicable on the Relevant Date, on the following terms as set out in the table below, and on such other terms and conditions as may be approved by the Board and in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws be and is hereby ratified.

Sr. No.	Allottees	Maximum no. of Shares of Saksham transferred to PFL	Maximum no. of Shares of PFL allotted
1.	Gyanandra Mishra	31,86,500	17,57,236
2.	Preeti Mishra	22,77,500	12,55,956
3.	DCB Bank Limited	17,49,991	9,65,055
4.	Utkarsh Small Finance Bank Ltd	12,19,512	6,72,515
5.	Kashmira Shah	9,91,200	5,46,609
6.	G Naga Reddy	8,50,500	4,69,019
7.	Keshav Mishra	8,00,000	4,41,170
8.	Peter John Monteiro	4,74,000	2,61,393
9.	Abizer Diwanji	4,15,000	2,28,857
10.	Mukesh Pande	3,05,000	1,68,196
11.	Deepak Gaddhyan	3,00,000	1,65,438
12.	Rohit Agrawal	2,65,000	1,46,137
13.	Harsh Gupta	2,62,500	1,44,758
14.	Anil Kumar Birla	2,50,000	1,37,865
15.	Raj Singh	2,50,000	1,37,865
16.	Siddarth Shetty	2,50,000	1,37,865
17.	Suhas Sahakari	2,42,000	1,33,454
18.	KJMC Financial Services Limited	2,26,771	1,25,055
19.	Shilpa K Menon	2,05,000	1,13,049
20.	Abha Singhania	1,99,909	1,10,242
21.	Namrata Singhania	1,99,909	1,10,242
22.	Shreya Singhania	1,99,909	1,10,242

23.	Saumil Bhanshali	1,82,708	1,00,756
24.	Rajesh Lahori	1,61,000	88,785
25.	Sanjay Mishra	1,25,000	68,932
26.	Mugdha Mishra	1,20,000	66,175
27.	Amitabh Iyer	1,15,000	63,418
28.	Gopala Ramaratnam	1,15,000	63,418
29.	Ravi Gupta	1,12,500	62,039
30.	KJMC Corporate Advisors (India) Limited	1,10,671	61,030
31.	Rishab Jain	1,06,705	58,843
32.	Yogitha Gopidi	1,05,000	57,903
33.	Severine Monteiro	1,04,000	57,352
34.	Venkatraman Krishnamoorthy	1,00,000	55,146
35.	Varun Bansal	94,000	51,837
36.	Pragya Mishra	90,000	49,631
37.	Deepak Bindal	75,000	41,359
38.	Shilpa Gundewar	75,000	41,359
39.	Rajesh Baheti (Prop)	64,571	35,608
40.	Suresh Pai	57,500	31,709
41.	Sundeep Kakar	53,571	29,542
42.	Aniruddha Kekatpure	50,000	27,573
43.	Deepak Khanna	50,000	27,573
44.	Jui Bhattacharjee	50,000	27,573
45.	Krishna Dhoot	50,000	27,573
46.	Krishna Kumar Agarwal (HUF)	50,000	27,573
47.	Saket Kumar	50,000	27,573
48.	Kishor Dongarwar	45,000	24,815
49.	Aryana Shekary	40,000	22,058
50.	Rupali Gore	40,000	22,058
51.	Salil Datar	40,000	22,058
52.	Samir Mehta	37,500	20,679
53.	Shruti Mishra	35,714	19,694
54.	Ajay Lakhotiya	35,700	19,687
55.	Rana Anand	27,000	14,889
56.	Namrata Mishra	26,830	14,795
57.	Saloni Kekatpure	25,000	13,786
58.	Sneha Agarwal	25,000	13,786
59.	Sugandha Kochhar	25,000	13,786
60.	Sunanda Shaha	25,000	13,786
61.	Vandita Sharma	25,000	13,786

62.	Vishesh Jain	25,000	13,786
63.	Abhang Jadhav	22,500	12,407
64.	Aarti Chawla	20,000	11,029
65.	Tanvi Mahajan	20,000	11,029
66.	Venkatesh Katgeri	20,000	11,029
67.	Girish Jain	16,400	9,043
68.	Anmol Jain	16,142	8,901
69.	Shraddha Jain	14,900	8,216
70.	Arati Thacker	12,500	6,893
71.	Anita Musudage	12,500	6,893
72.	Atish Mulay	10,000	5,514
73.	Kunal Mahamuni	10,000	5,514
74.	Pravin Dubbewar	10,000	5,514
75.	Rakesh Kumar	10,000	5,514
76.	Vaibhav Kamble	8,750	4,825
77.	Ganesh Mathkar	7,500	4,135
78.	Santosh Raut	7,500	4,135
79.	Yash Shaha	7,500	4,135
80.	Nishi Porwal	7,000	3,860
81.	Basavaraj Durg	5,625	3,101
82.	Pradeep Kakar	5,000	2,757
83.	Rajesh Saini	5,000	2,757
84.	Ganpatil Mali	4,000	2,205
85.	Mujammil Patel	3,000	1,654
86.	Lalbabu Rai	2,500	1,378
87.	Prakash Yadav	2,500	1,378
88.	Pravin Awalekar	2,500	1,378
89.	Shaunak Atre	2,500	1,378
90.	Nagesh Joshi	1,250	689
91.	Ravi Rathod	1,250	689
92.	Rani Gehani	100	55
	Total	**1,81,33,588**	**99,99,952**

Notes:

1. *Consideration type for all the allotees is other than cash, and hence consideration in cash is not applicable.*
2. *Issue Price for the allotment is Rs. 72 (Rupees Seventy-Two only) per Equity Share [which includes a premium of Rs. 62/- (Rupees Sixty-Two Only) per Equity Share]*
3. *All the allottees belong to the Public/Non-Promoter category and shall remain in the same category.*

RESOLVED FURTHER THAT in accordance with Regulation 161 of the ICDR Regulations, the 'Relevant Date' for determining the floor price of the preferential issue shall be November 23, 2026 (being the date thirty days prior to the date of the ensuing Postal Ballot, or the weekday immediately preceding such date where the thirtieth day falls on a weekend/holiday).

RESOLVED FURTHER THAT subject to the SEBI (ICDR) Regulations, 2018 and other applicable laws the Board be and is hereby authorised to decide and approve the other terms and conditions of the issue of the abovementioned Equity Shares and to vary, modify or alter the terms and conditions and size of the issue, as it may deem expedient, without being required to seek any further consent or approval of the Company in a General Meeting.

RESOLVED FURTHER THAT all other terms and conditions of the Special Resolution of issue and allotment of 1,39,99,952 (One Crore Thirty-Nine Lakh Ninety-Nine Thousand Nine Hundred Fifty-Two) passed at the Extra Ordinary General Meeting held on August 31, 2026 and the Corrigendum dated August 25, 2026 and Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 of the said Special Resolution shall be considered as part of this resolution and explanatory statement.

RESOLVED FURTHER THAT the Board or Committee(s) be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any one or more Director(s) or Company Secretary or any Officer(s) of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

By order of Board of Directors
Purple Finance Limited

Sd/-
Ruchi Nishar
Company Secretary & Compliance Officer
M. No. A68260

Date: November 23, 2026
Place: Mumbai

NOTES:

1. The explanatory statements as required under Section 102(1) and 110 of the of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations") and Secretarial Standards on General Meetings ("SS-2") setting out all the material facts and reason for the proposed resolutions is annexed hereto and forms part of this Postal Ballot notice.

2. The Ministry of Corporate Affairs, Government of India ("MCA"), in terms of the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 22/2020 dated 15th June, 2020 and General Circular No. 33/2020 dated 28th September, 2020, General Circular No.39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 25th September, 2023, and 09/2024 dated 19th September , 2024, 03/2025 dated 22nd September, 2025, (collectively referred to as "MCA Circulars") has advised the Companies to take all decisions of urgent nature requiring members approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/ e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a General Meeting that requires physical presence of members at a common venue.

3. The remote e-voting period commences on Tuesday, November 24, 2026 (09:00 a.m. IST) and closes on Wednesday, December 23, 2026 (05:00 p.m. IST). During this period, the Shareholders of the Company holding fully paid-up and partly paid-up shares, either in physical form or in demat form, as on the Cut-off Date may cast their vote by remote e-voting. The remote e-voting module shall be disabled by Purva for voting after that. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.

4. The cut-off date for the purpose of ascertaining Shareholders entitled for voting through this Postal Ballot is Friday, November 20, 2026, (hereinafter referred to as the "Cut-off Date"). A person, whose name is recorded in the Register of Members or the Register of Beneficial Owners maintained by the Depositories for fully paid-up shares and partly paid-up shares as on the Cut-off Date only, shall be entitled to vote in this Postal Ballot. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.

5. As per the MCA circulars, the Company will send postal ballot notice only through email to all its members who have registered their email address with the Company or Depository/Depository Participants and the communication of assent/ dissent of the members on the resolution proposed in this notice will only take place through e-voting system. This postal ballot is accordingly being initiated in compliance with the MCA circulars. Hence, in compliance with the requirement of MCA circulars, hard copy of postal ballot Notice along with postal ballot forms and prepaid

business reply envelope will not be sent to the members for this postal ballot and they are required to communicate their assent or dissent through the e-voting system only.

6. Institutional Shareholders/Corporate Members (i.e. other than individuals, HUF, NRI, etc.) are requested to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer at csabhilashachaudhary@gmail.com, and atcompliance@purplefinance.in. It is also requested to upload the same in the e-voting module in their login.

7. Members are requested to send all communications relating to shares, change of address, bank details, email address, etc. to the RTA at the following address: M/s. Purva Sharegistry (India) Private Limited, 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai-400011, Maharashtra, India. If the shares are held in electronic form, then change of address and change in the Bank Accounts etc., should be furnished to their respective Depository Participants.

8. In case of joint holders, the Member whose name appears as first holder in the order of names as per the Register of Members of the Company will be entitled to vote through Postal Ballot.

9. The term Members and Shareholders is used interchangeably in the Postal Ballot Notice

10. In compliance with the MCA Circulars and SEBI Circulars, the Notice of Postal Ballot and the Instructions for e-voting are being sent by electronic mode to all the Members whose e-mail addresses are registered with the Company / respective Depository Participants. Members may also note that the Postal Ballot Notice are also available on the Company's website www.purplefinance.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of Purva Sharegistry (India) Private Limited ("Purva/PSIPL") at www.purvashare.com.

11. Relevant documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days except Saturdays between 11:00 a.m. and 01:00 p.m. until closure of time for casting vote through remote e-voting without any fee, to members from the date of circulation of the Postal Ballot Notice up to the time of closure of the e-voting period. Members seeking to inspect such documents can send an e-mail to compliance@purplefinance.in.

12. CS Abhilasha Chaudhary of M/s. Abhilasha Chaudhary & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the Postal Ballot, unblock the votes cast through remote e-Voting and provide within two working days of closure of e-Voting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Results declared along with the report of the Scrutiniser will be placed on the website of the Company at www.purplefinance.in. The results shall also be immediately forwarded to BSE Limited, where the equity shares of the Company are

listed and will be placed on the Notice Board at the Registered Office of the Company.

13. Voting rights will be reckoned on the paid-up value of Equity Shares registered in the name(s) of the members as on the Cut-off Date. Only those members whose names are recorded in the Register of Members of the Company or in the list of Beneficial Owners received from the Depositories as on the Cut-off Date will be entitled to cast their vote by remote e-voting. A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.

14. Remote e-voting will commence on Tuesday, November 24, 2026 (09:00 a.m. IST) and closes on Wednesday, December 23, 2026 (05:00 p.m. IST). The e-voting module shall be disabled by Purva for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequent.

15. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e. December 23, 2026. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.

16. Any query in relation to the Resolution proposed to be passed by this Postal Ballot may be addressed to Ms. Ruchi Nishar, Company Secretary and Compliance Officer at Email: compliance@purplefinance.in.

17. The details in terms of SEBI LODR Regulations and other applicable provisions of the Act (including SS-2) are annexed hereto and form part of this Notice.

18. SEBI vide its Circular dated January 25, 2022, has mandated that all requests for transfer of securities including transmission and transposition requests, shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA for assistance in this regard.

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

(i) The voting period begins at 09:00 a.m. on Tuesday, November 24, 2026 and ends at 05:00 p.m. on Wednesday, December 23, 2026. During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of November 20, 2026 may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.

(ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its Shareholders, in respect of all Shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a

negligible level.

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

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

INSTRUCTIONS FOR REMOTE E-VOTING

In compliance with the provisions of Section 108, 110 and other applicable provisions of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the MCA Circulars and Regulation 44 of the SEBI LODR Regulations read with Master Circular January 30, 2026 issued by SEBI on e-voting facility provided by Listed Entities and SS-2, members are provided with the facility to cast their vote electronically, through the e-voting services provided by Purva on the Resolution set-forth in this Notice of Postal Ballot, through remote e-voting only.

Information relating to remote e-voting i.e.

i. Day, date and time of commencement of voting through electronic means Tuesday, November 24, 2026 at 09:00 A.M. (IST).
ii. Day, date and time of end of voting through electronic means beyond which voting will not be allowed: Wednesday, December 23, 2026 at 05:00 P.M. (IST).

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
	3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e- Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 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 5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re- directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through Their **Depository Participants (DP)**	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.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

(iii) 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).

6) After entering these details appropriately, click on "SUBMIT" tab.

7) Shareholders holding shares in physical form will then directly reach the Company selection screen.

8) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

9) Click on the EVENT NO. for the relevant <Purple Finance Limited> on which you choose to vote.

10) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO/ABSTAIN" for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.

11) Click on the "NOTICE FILE LINK" if you wish to view the Notice.

12) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

13) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

14) Facility for Non – Individual Shareholders and Custodians – Remote Voting

15) 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.

16) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.

17) 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.

18) 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.

19) Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance@purplefinance.in, if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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

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

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

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

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 AND SECTION 110 OF THE COMPANIES ACT, 2013 AND REGULATION 17 (11) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 SETTING OUT ALL THE MATERIAL FACTS RELATING TO SPECIAL BUSINESS:

ITEM NO. 01:

1. Background and Regulatory Context:

The Members are informed that the Board at its meeting held on July 21, 2026, granted in-principle approval for the acquisition of 100% of the equity share capital of Saksham Gram Credit Private Limited ("Saksham"), comprising 1,81,33,588 (One Crore Eighty-One Lakh Thirty-Three Thousand Five Hundred and Eighty-Eight) equity shares, against consideration payable through a combination of cash and equity shares of Purple Finance Limited ("Company" or "PFL"), by way of a preferential issue of equity shares of the Company on a share swap basis.

Subsequently, at its meeting held on August 06, 2026, the Board considered and approved the issuance, offer and allotment of equity shares of the Company on a preferential basis, in the following manner:

(a) Consideration other than cash – Share Swap:

99,99,952 (Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred and Fifty-Two) equity shares of the Company, at an issue price of Rs. 72/- (Rupees Seventy-Two Only) per equity share, comprising a face value of Rs. 10/- (Rupees Ten Only) and a securities premium of Rs. 62/- (Rupees Sixty-Two Only) per equity share, to the shareholders of Saksham, against the acquisition of 1,81,33,588 (One Crore Eighty-One Lakh Thirty-Three Thousand Five Hundred and Eighty-Eight) equity shares of Saksham, having a face value of Rs. 10/- (Rupees Ten Only) each, valued at Rs. 54.60/- (Rupees Fifty-Four and Sixty Paise Only) per equity share, pursuant to the share swap arrangement.

(b) Cash Consideration:

40,00,000 (Forty Lakh) equity shares of the Company, at an issue price of Rs. 72/- (Rupees Seventy-Two Only) per equity share, comprising a face value of Rs. 10/- (Rupees Ten Only) and a securities premium of Rs. 62/- (Rupees Sixty-Two Only) per equity share, aggregating to Rs. 28,80,00,000/- (Rupees Twenty-Eight Crore Eighty Lakh Only), to Mrs. Manisha Agarwal.

The aforesaid preferential issue was subsequently approved by the Members of the Company by way of a special resolution passed at the Extra-Ordinary General Meeting held on August 31, 2026.

Thereafter, the Company obtained the in-principle approval from BSE Limited ("BSE") on September 04, 2026, and the requisite prior written consent of the Debenture Trustee on September 10, 2026, pursuant to Clause 2.5.3(a)(i) of the Debenture Trust Deed ("DTD"). Accordingly, for the purpose of determining the applicable timeline for completion of the preferential allotment, the Company proceeded on the basis of the date of receipt of the Debenture Trustee's consent, having regard to the proviso to Regulation 170(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations").

Pursuant to the written request received from Mrs. Manisha Agarwal, the Company proceeded with the allotment of **27,00,000 (Twenty-Seven Lakh) equity shares** to her, at an issue price of Rs. 72/- per equity share, against cash consideration, on September 10, 2026, i.e., within the applicable statutory timeline and based on undertaking furnished by her, the balance 13,00,000 proposed to be allotted to her have lapsed.

Regulation 170 of ICDR Regulations, 2018, inter alia states "*Allotment pursuant to the special resolution shall be completed within a period of fifteen days from the date of passing of such resolution or any approval or permission by any regulatory authority, whichever is later. If the allotment of the specified securities is not completed within fifteen days from the date of special resolution, a fresh special resolution shall be passed and the relevant date for determining the price of specified securities under this Chapter shall be taken with reference to the date of the later special resolution.*"

On September 23, 2026, the company made an allotment of 99,99,952 (Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred and Fifty-Two) equity shares at an issue price of Rs. 72/- (Rupees Seventy-Two Only) per equity share, comprising a face value of Rs. 10/- (Rupees Ten Only) and a securities premium of Rs. 62/- (Rupees Sixty-Two Only) per equity share, to the shareholders of Saksham, against the acquisition of 1,81,33,588 (One Crore Eighty-One Lakh Thirty-Three Thousand Five Hundred and Eighty-Eight) equity shares of Saksham, having a face value of Rs. 10/- (Rupees Ten Only) each, valued at Rs. 54.60/- (Rupees Fifty-Four and Sixty Paise Only) per equity share, pursuant to the share swap arrangement after credit of shares of Saksham on the same day. The Company made necessary announcement on September 23, 2026 to the Stock Exchange. The said allotment of 99,99,952 equity shares was delayed beyond 15 days from the date regulatory approvals/Stock Exchanges approvals.

In order to comply with SEBI ICDR Regulations, this Special Resolution is therefore proposed to seek your ratification of allotment of 99,99,952 Equity shares beyond 15 days as per Regulation 170 of SEBI ICDR Regulations.

All the other terms and conditions of the Special Resolution of issue, offer and allotment of 1,39,99,952 (One Crore Thirty-Nine Lakh Ninety-Nine Thousand Nine Hundred Fifty-Two) passed in the EOGM held on August 31, 2026 and the Corrigendum dated August 25, 2026 and Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 of the said Special Resolution shall be considered as part of this resolution and explanatory statement. The proposed exercise is intended solely to ensure procedural compliance with the applicable regulatory requirements and does not result in any change to the commercial terms of the transaction, the identity of the allottees, and the number of equity shares allotted, the share swap arrangement and the acquisition of Saksham already completed. Further, no reversal, cancellation or modification of the allotment already made is contemplated.

Details of the Issue

The relevant disclosures as required under the Companies Act, 2013 and rules made thereunder and Chapter V of the SEBI ICDR Regulations are set out below:

1. **The date of Passing Board Resolution for approving Preferential Issue & Maximum number of securities offered and the price at which security is being offered**

The Board of Directors at their meeting held on November 23, 2026 have approved the ratification of allotment of 99,99,952 (Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred and Fifty-Two) equity shares to the erstwhile shareholders of Saksham Gram Credit Private Limited for against the acquisition of 1,81,33,588 (One Crore Eighty-One Lakh Thirty-Three Thousand Five Hundred and Eighty-Eight) equity shares of Saksham, having a face value of Rs. 10/- (Rupees Ten Only) each, valued at Rs. 54.60/- (Rupees Fifty-Four and Sixty Paise Only) per equity share, pursuant to the share swap arrangement.

2. **Kinds of securities offered and maximum / total number of securities to be issued:**

The resolution set out as Item No. 1 of the Notice seeks approval of the Members for ratification of the allotment of 99,99,952 (Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred Fifty-Two) fully paid-up Equity Shares of the Company having a face value of ₹10/- (Rupees Ten Only) each, at an issue price of ₹72/- (Rupees Seventy-Two Only) per Equity Share (including a securities premium of ₹62/- (Rupees Sixty-Two Only) per Equity Share), aggregating to ₹71,99,96,544/- (Rupees Seventy-One Crore Ninety-Nine Lakh Ninety-Six Thousand Five Hundred and Forty-Four Only), allotted on a preferential basis for consideration other than cash pursuant to the share swap arrangement with the shareholders of Saksham Gram Credit Private Limited.

3. **Price or price band at/within which the allotment is proposed for pricing of preferential issue:**

In terms of the provisions of Section 62(1)(c) of the Act read with rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, the price for the shares proposed to be issued on preferential basis, by way of private placement, shall be determined by the valuation report of a registered valuer.

In case of listed entities, allotment of shares/securities by way of preferential issue can be made at a price not less than the price as calculated in accordance with the provisions of Regulation 164 of the SEBI ICDR Regulations.

Further, the Articles of Association ("AOA") is silent on the pricing methodology and does not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018. In view of the aforesaid, the Company has engaged M/s. BDO Valuation Advisory LLP, (bearing IBBI Registration No.: IBBI/RV-E/02/2019/103) as the registered valuer for obtaining the certificate as stated in Regulation 164 of the ICDR Regulations, which provided minimum floor price as Rs. 71.2/- (Rupees Seventy-One and Twenty Paise Only).

The equity shares of the Company are listed only on the BSE Limited in accordance with the ICDR Regulations and are frequently traded on the above Stock Exchange.

Issue Price of Rs. 72/- (Rupees Seventy-Two only) per Equity share, for preferential issue, is not less than the floor price arrived at, in accordance with Regulation 164 of Chapter V of the SEBI ICDR Regulations, being higher of the following:

In terms of the applicable provisions of ICDR Regulations, the price at which equity shares shall be allotted shall not be less than higher of the following:

a. the 90-trading days' volume weighted average price (i.e. Rs. 71.2) of the Company's shares quoted on the stock exchange preceding the "Relevant Date"; or
b. the 10-trading days' volume weighted average price (i.e. Rs. 70.6) of the Company's shares quoted on the stock exchange preceding the "Relevant Date"; or
c. the price determined (i.e. Rs. 71.2) under the valuation report obtained by the Company from an independent registered valuer.

Since there has been no change in the issue price or the share swap ratio, the terms of the original transaction remain unchanged. Accordingly, there is no requirement to reverse or cancel the equity shares of the Company already allotted to the shareholders of Saksham against the transfer of their shares in Saksham to the Company.

Further, since there is a change in the relevant date, the said ratification of allotment of equity shares of the Company is also done on the basis of valuation of the Shares of the company has been arrived based on valuation report dated November 23, 2026, by M/s. BDO Valuation Advisory LLP, bearing IBBI Registration No. IBBI/RV-E/02/2019/103, independent registered valuer.

4. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer:

The Company has already completed the allotment of up to 99,99,952 Equity Shares at an issue price of ₹72/- per Equity Share to the existing shareholders of Saksham in consideration other than cash, pursuant to the acquisition of up to 1,81,33,588 Equity Shares (up to 100% shareholding) of Saksham.

As the consideration for the acquisition was discharged through the issuance of Equity Shares of the Company on a preferential basis for consideration other than cash, a valuation was required in terms of Regulation 163(3) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Valuation of Equity Shares has been done by M/s. BDO Valuation Advisory LLP, bearing IBBI Registration No. IBBI/RV-E/02/2019/103, being an Independent Registered Valuer having its office at The Ruby, Level 9, North West Wing, Senapati Bapat Marg, Dadar (West), Mumbai400028, Maharashtra, India. Based on the valuation report dated November 23, 2026 obtained from the Independent Registered Valuer.

The Board of Directors of the Company has approved and passed a resolution for the ratification of allotment of upto 99,99,952 (Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred Fifty-Two) Equity Shares at a price of Rs. 72 (Rupees Seventy Two only) per share to the existing shareholders of Saksham, in exchange for upto 1,81,33,588 (One Crore Eighty-One Lakh Thirty-Three Thousand Five Hundred and Eighty-Eight Only) Equity Shares of Saksham.

5. **Relevant Date with reference to which the price has been arrived at:**

   The "Relevant Date" as per Regulation 161 of the ICDR Regulations for the determination of the floor price for issue of the Equity shares is Monday, November 23, 2026, i.e., 30 (thirty) days prior to the date of the shareholders' approval, i.e., Wednesday, December 23, 2026.

6. **The Class or classes of persons/names of the proposed allottee(s) to whom the allotment is made and the percentage of post-preferential offer capital that may be held by them:**

   For the Pre and Post Shareholding of the allotees in the Company, kindly refer to 'Annexure-A'

7. **The name of the proposed allottee and the percentage of post preferential offer capital that may be held by them:**

   For the name of the proposed allottee and the percentage of post preferential offer capital that may be held by them, kindly refer to 'Annexure-A'

8. **Number of persons to whom preferential allotment has already been made during the financial Year, in terms of number of securities as well as price:**

   During the period from April 01, 2026 till the date of this notice, the Company has made the following issue:

   1. The Company has allotted 25,000 Senior, Secured, Rated, Listed, Redeemable, INR Denominated, Transferrable, Non Convertible Debentures at an issue price of Rs. 10,000 /- per Debenture aggregating to Rs. 25,00,00,000/- on preferential basis on November 18, 2026.
   2. The Company had allotted 5,000 fully paid-up Equity Shares of Face Value of Rs.10/- each at an Exercise Price of Rs. 33/- each of the Company upon exercise of vested stock options by eligible employees under Purple Finance Employee Stock Option Scheme 2022 on October 22, 2026.
   3. Allotment of 99,99,952 (Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred Fifty-Two) fully paid-up equity shares of face value of INR 10/- (Rupees Ten only) each, at an issue price of INR 72/- (Rupees Seventy-Two only) per equity share, including a premium of INR 62/- (Rupees Sixty-Two only) per equity share, to the shareholders of Saksham Gram Credit Private Limited consideration other than cash, pursuant to the acquisition of Saksham Gram Credit Private Limited by the Company.
   4. Allotment of 15,000 Senior, Secured, Rated, Listed, Redeemable, INR Denominated, Transferrable, Non Convertible Debentures at an issue price of Rs. 10,000 /- per Debenture aggregating to Rs. 15,00,00,000/- on preferential basis on September 28, 2026.

5. The Company had allotted 27,00,000 fully paid-up Equity Shares having face value of Rs. 10/- each at an issue price of Rs. 72/- each pursuant on preferential basis on September 10, 2026.
6. The Company had allotted 13,750 fully paid-up Equity Shares of Face Value of Rs.10/- each at an Exercise Price of Rs. 33/- each of the Company upon exercise of vested stock options by eligible employees under Purple Finance Employee Stock Option Scheme 2022 on July 21, 2026.
7. Allotment of 20,000 Senior, Secured, Rated, Listed, Redeemable, INR Denominated, Transferrable, Non Convertible Debentures at an issue price of Rs. 10,000 /- per Debenture aggregating to Rs. 20,00,00,000/- on preferential basis on July 28, 2026.
8. The Company has allotted 1,26,00,000 (One Crore Twenty-Six Lakhs) Equity Share Warrants fully convertible into equivalent number of Equity Shares having face value of Rs. 10/- (Rupees Ten Only) each at an Issue Price of Rs. 55/- (Rupees Fifty-Five Only) per Warrant (including a premium of Rs. 45/- per Warrant) aggregating to Rs. 69,30,00,000 /- (Rupees Sixty-Nine Crores Thirty Lakhs Only) on June 15, 2026.
9. Allotment of 20,000 Senior, Secured, Rated, Listed, INR Denominated, Transferrable, Non Convertible Debentures at an issue price of Rs. 10,000 /- per Debenture aggregating to Rs. 20,00,00,000/- on preferential basis on April 28, 2026
10. The Company has allotted 500 Subordinated, Unsecured, Rated, Listed, Redeemable, Transferable, INR Denominated Non-Convertible Debentures having face value of Rs. 1,00,000/- (Rupees One lakh only) each, aggregating up to Rs. 5,00,00,000/- (Rupees Five Crores only) for cash, at par, on a private placement basis on April 06, 2026.
11. The Company has allotted 500 Subordinated, Unsecured, Rated, Listed, Redeemable, Transferable, INR Denominated Non-Convertible Debentures having face value of Rs. 1,00,000/- (Rupees One lakh only) each, aggregating up to Rs. 5,00,00,000/- (Rupees Five Crores only) for cash, at par, on a private placement basis on January 06, 2026 and the Listing Notice for the same was received on April 08, 2026.

9. Shareholding Pattern before and after the Issue:

Please refer to Annexure B for the before and after shareholding w.r.t to the proposed issue.

10. The class or classes of person to whom allotment is proposed to be made and the current and post allotment status of the Proposed Allottees:

For details pertaining to the class or classes of person to whom allotment is proposed to be made and the current and post allotment status of the Proposed Allottees, kindly refer Annexure-A.

11. Practicing Company Secretary's Certificate:

The Company has obtained a certificate from Makarand M. Joshi & Co, Practicing Company Secretary, certifying that the preferential issue is being made in accordance with the requirements of the ICDR Regulations and the same is available for inspection by a Member upon request. Kindly send your request at compliance@purplefinance.in.

A copy of the certificate is also made available on the website of the Company at: https://www.purplefinance.in/wp-content/uploads/2026/11/PCS-Certificate.pdf

12. Particulars of the offer including date of passing of Board resolution:

The Board of Directors of the Company at their Meeting held on November 23, 2026 have approved the ratification of allotment of 99,99,952 (Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred Fifty-Two) Equity share at an Issue price of Rs 72/- (Indian Rupees Seventy Two) on a private placement basis to the identified shareholders of Saksham by way of a share swap arrangement.

13. Name and address of the valuer who performed the valuation:

The valuation of the Equity Shares of the Company and Saksham has been performed by M/s. BDO Valuation Advisory LLP, an independent registered valuer under the provisions of Companies Act, 2013, SEBI ICDR Regulations, 2018 with registration no. IBBI/RV-E/02/2019/103 having its office at The Ruby, Level 9, North West Wing, Senapati Bapat Marg, Dadar (West), Mumbai – 400028 vide its report dated November 23, 2026.

The Valuation Report so obtained from the Independent Registered Valuer is also placed on the website of the Company at www.purplefinance.in under "Investor" tab and can be accessed through the following link: https://www.purplefinance.in/wp-content/uploads/2026/11/Valuation-Report.pdf

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No. 1 of this Notice for the approval of the Members by way of passing a Special Resolution.

None of the Directors, Key Managerial Personnel and / or their relatives except for the above mentioned allottees are, in any way, concerned or interested financially or otherwise, in the above resolution except for their shareholding in the Company.

By order of Board of Directors
Purple Finance Limited
Sd/-

Ruchi Nishar
Company Secretary & Compliance Officer
M. No. A68260
Date: November 23, 2026
Place: Mumbai

Annexure A

Sr. No.	Allottees	Consideration Type	Maximum no. of Shares of Saksham transferred to Purple Finance Limited ('the Company/ PFL')	Maximum no. of Shares of the Company allotted	Pre-issue holding in PFL		Fresh Issue	Post issue holding in PFL		Cash to shareholders of the Saksham
					Number of shares	%		Number of shares	%	Rupees
1	Gyanandra Mishra	Other than cash	31,86,500	17,57,236	0	0.00	17,57,236	17,57,236	2.4%	4,74,45,407
2	Preeti Mishra	Other than cash	22,77,500	12,55,956	0	0.00	12,55,956	12,55,956	1.7%	3,39,10,874
3	DCB Bank Limited	Other than cash	17,49,991	9,65,055	0	0.00	9,65,055	9,65,055	1.3%	2,60,56,486
4	Utkarsh Small Finance Bank Ltd	Other than cash	12,19,512	6,72,515	0	0.00	6,72,515	6,72,515	0.9%	1,81,57,960
5	Kashmira Shah	Other than cash	9,91,200	5,46,609	0	0.00	5,46,609	5,46,609	0.7%	1,47,58,539
6	G Naga Reddy	Other than cash	8,50,500	4,69,019	0	0.00	4,69,019	4,69,019	0.6%	1,26,63,528
7	Keshav Mishra	Other than cash	8,00,000	4,41,170	0	0.00	4,41,170	4,41,170	0.6%	1,19,11,617
8	Peter Monteiro	Other than cash	4,74,000	2,61,393	0	0.00	2,61,393	2,61,393	0.4%	70,57,649
9	Abizer Diwanji	Other than cash	4,15,000	2,28,857	0	0.00	2,28,857	2,28,857	0.3%	61,79,147
10	Mukesh Pande	Other than cash	3,05,000	1,68,196	0	0.00	1,68,196	1,68,196	0.2%	45,41,309
11	Deepak Gaddhyan	Other than cash	3,00,000	1,65,438	0	0.00	1,65,438	1,65,438	0.2%	44,66,910
12	Rohit Agrawal	Other than cash	2,65,000	1,46,137	0	0.00	1,46,137	1,46,137	0.2%	39,45,764
13	Harsh Gupta	Other than cash	2,62,500	1,44,758	0	0.00	1,44,758	1,44,758	0.2%	39,08,565
14	Anil Kumar Birla	Other than cash	2,50,000	1,37,865	0	0.00	1,37,865	1,37,865	0.2%	37,22,425
15	Raj Kumar Singh	Other than cash	2,50,000	1,37,865	0	0.00	1,37,865	1,37,865	0.2%	37,22,425

16	Siddarth Shetty	Other than cash	2,50,000	1,37,865	0	0.00	1,37,865	1,37,865	0.2%	37,22,425
17	Suhas Sahakari	Other than cash	2,42,000	1,33,454	0	0.00	1,33,454	1,33,454	0.2%	36,03,259
18	KJMC Financial Services Limited	Other than cash	2,26,771	1,25,055	0	0.00	1,25,055	1,25,055	0.2%	33,76,562
19	Shilpa K Menon	Other than cash	2,05,000	1,13,049	0	0.00	1,13,049	1,13,049	0.2%	30,52,410
20	Abha Singhania	Other than cash	1,99,909	1,10,242	0	0.00	1,10,242	1,10,242	0.2%	29,76,572
21	Namrata Singhania	Other than cash	1,99,909	1,10,242	0	0.00	1,10,242	1,10,242	0.2%	29,76,572
22	Shreya Singhania	Other than cash	1,99,909	1,10,242	0	0.00	1,10,242	1,10,242	0.2%	29,76,572
23	Saumil Bhanshali	Other than cash	1,82,708	1,00,756	0	0.00	1,00,756	1,00,756	0.1%	27,20,479
24	Rajesh Lahori	Other than cash	1,61,000	88,785	0	0.00	88,785	88,785	0.1%	23,97,246
25	Sanjay Kumar Mishra	Other than cash	1,25,000	68,932	0	0.00	68,932	68,932	0.1%	18,61,249
26	Mugdha Mishra	Other than cash	1,20,000	66,175	0	0.00	66,175	66,175	0.1%	17,86,779
27	Amitabh Iyer	Other than cash	1,15,000	63,418	0	0.00	63,418	63,418	0.1%	17,12,308
28	Gopala Ramaratnam	Other than cash	1,15,000	63,418	0	0.00	63,418	63,418	0.1%	17,12,308
29	Ravi Gupta	Other than cash	1,12,500	62,039	0	0.00	62,039	62,039	0.1%	16,75,109
30	KJMC Corporate Advisors (India) Limited	Other than cash	1,10,671	61,030	0	0.00	61,030	61,030	0.1%	16,47,903
31	Rishab Jain	Other than cash	1,06,705	58,843	0	0.00	58,843	58,843	0.1%	15,88,844
32	Yogitha Gopidi	Other than cash	1,05,000	57,903	0	0.00	57,903	57,903	0.1%	15,63,440
33	Severine Monteiro	Other than cash	1,04,000	57,352	0	0.00	57,352	57,352	0.1%	15,48,517
34	Venkatraman Krishnamoorthy	Other than cash	1,00,000	55,146	0	0.00	55,146	55,146	0.1%	14,88,970
35	Varun	Other	94,000		0	0.			0.1	

	Bansal	than cash		51,837		00	51,837	51,837	%	13,99,649
36	Pragya Mishra	Other than cash	90,000	49,631	0	0.00	49,631	49,631	0.1%	13,40,102
37	Deepak Bindal	Other than cash	75,000	41,359	0	0.00	41,359	41,359	0.1%	11,16,764
38	Shilpa Gundewar	Other than cash	75,000	41,359	0	0.00	41,359	41,359	0.1%	11,16,764
39	Rajesh Baheti	Other than cash	64,571	35,608	0	0.00	35,608	35,608	0.0%	9,61,466
40	Suresh Pai	Other than cash	57,500	31,709	0	0.00	31,709	31,709	0.0%	8,56,154
41	Sundeep Kakar	Other than cash	53,571	29,542	0	0.00	29,542	29,542	0.0%	7,97,675
42	Aniruddha Kekatpure	Other than cash	50,000	27,573	0	0.00	27,573	27,573	0.0%	7,44,485
43	Deepak Khanna	Other than cash	50,000	27,573	0	0.00	27,573	27,573	0.0%	7,44,485
44	Jui Bhattacharjee	Other than cash	50,000	27,573	0	0.00	27,573	27,573	0.0%	7,44,485
45	Krishna Dhoot	Other than cash	50,000	27,573	0	0.00	27,573	27,573	0.0%	7,44,485
46	Krishna Kumar Agarwal (HUF)	Other than cash	50,000	27,573	0	0.00	27,573	27,573	0.0%	7,44,485
47	Saket Kumar	Other than cash	50,000	27,573	0	0.00	27,573	27,573	0.0%	7,44,485
48	Kishor Dongarwar	Other than cash	45,000	24,815	0	0.00	24,815	24,815	0.0%	6,70,087
49	Aryana Shekary	Other than cash	40,000	22,058	0	0.00	22,058	22,058	0.0%	5,95,617
50	Rupali Gore	Other than cash	40,000	22,058	0	0.00	22,058	22,058	0.0%	5,95,617
51	Salil Datar	Other than cash	40,000	22,058	0	0.00	22,058	22,058	0.0%	5,95,617
52	Samir Mehta	Other than cash	37,500	20,679	0	0.00	20,679	20,679	0.0%	5,58,418
53	Shruti Mishra	Other than cash	35,714	19,694	0	0.00	19,694	19,694	0.0%	5,31,831
54	Ajay Lakhotiya	Other than cash	35,700	19,687	0	0.00	19,687	19,687	0.0%	5,31,571
55	Rana Vikram Anand	Other than cash	27,000	14,889	0	0.00	14,889	14,889	0.0%	4,02,052
56	Namrata Mishra	Other than cash	26,830	14,795	0	0.00	14,795	14,795	0.0%	3,99,539
57	Saloni Kekatpure	Other than cash	25,000	13,786	0	0.00	13,786	13,786	0.0%	3,72,279
58	Sneha Agarwal	Other than cash	25,000	13,786	0	0.00	13,786	13,786	0.0%	3,72,279
59	Sugandha Kochhar	Other than cash	25,000	13,786	0	0.00	13,786	13,786	0.0%	3,72,279
60	Sunanda Shaha	Other than cash	25,000	13,786	0	0.00	13,786	13,786	0.0%	3,72,279
61	Vandita Sharma	Other than cash	25,000	13,786	0	0.00	13,786	13,786	0.0%	3,72,279

62	Vishesh Jain	Other than cash	25,000	13,786	0	0.00	13,786	13,786	0.0%	3,72,279
63	Abhang Jadhav	Other than cash	22,500	12,407	0	0.00	12,407	12,407	0.0%	3,35,079
64	Aarti Chawla	Other than cash	20,000	11,029	0	0.00	11,029	11,029	0.0%	2,97,808
65	Tanvi Mahajan	Other than cash	20,000	11,029	0	0.00	11,029	11,029	0.0%	2,97,808
66	Venkatesh Katgeri	Other than cash	20,000	11,029	0	0.00	11,029	11,029	0.0%	2,97,808
67	Girish Jain	Other than cash	16,400	9,043	0	0.00	9,043	9,043	0.0%	2,44,259
68	Anmol Jain	Other than cash	16,142	8,901	0	0.00	8,901	8,901	0.0%	2,40,398
69	Shraddha Jain	Other than cash	14,900	8,216	0	0.00	8,216	8,216	0.0%	2,21,911
70	Arati Thacker	Other than cash	12,500	6,893	0	0.00	6,893	6,893	0.0%	1,86,139
71	Anita Musudage	Other than cash	12,500	6,893	0	0.00	6,893	6,893	0.0%	1,86,139
72	Atish Mulay	Other than cash	10,000	5,514	0	0.00	5,514	5,514	0.0%	1,48,940
73	Kunal Mahamuni	Other than cash	10,000	5,514	0	0.00	5,514	5,514	0.0%	1,48,940
74	Pravin Dubbewar	Other than cash	10,000	5,514	0	0.00	5,514	5,514	0.0%	1,48,940
75	Rakesh Kumar	Other than cash	10,000	5,514	0	0.00	5,514	5,514	0.0%	1,48,940
76	Vaibhav Kamble	Other than cash	8,750	4,825	0	0.00	4,825	4,825	0.0%	1,30,305
77	Ganesh Mathkar	Other than cash	7,500	4,135	0	0.00	4,135	4,135	0.0%	1,11,741
78	Santosh Kumar Raut	Other than cash	7,500	4,135	0	0.00	4,135	4,135	0.0%	1,11,741
79	Yash Shaha	Other than cash	7,500	4,135	0	0.00	4,135	4,135	0.0%	1,11,741
80	Nishi Porwal	Other than cash	7,000	3,860	0	0.00	3,860	3,860	0.0%	1,04,244
81	Basavaraj Durg	Other than cash	5,625	3,101	0	0.00	3,101	3,101	0.0%	83,824
82	Pradeep Kakar	Other than cash	5,000	2,757	0	0.00	2,757	2,757	0.0%	74,470
83	Rajesh Saini	Other than cash	5,000	2,757	0	0.00	2,757	2,757	0.0%	74,470
84	Ganpatil Mali	Other than cash	4,000	2,205	0	0.00	2,205	2,205	0.0%	59,619
85	Mujammil Patel	Other than cash	3,000	1,654	0	0.00	1,654	1,654	0.0%	44,696
86	Lalbabu Rai	Other than cash	2,500	1,378	0	0.00	1,378	1,378	0.0%	37,271
87	Prakash Yadav	Other than cash	2,500	1,378	0	0.00	1,378	1,378	0.0%	37,271
88	Pravin Awalekar	Other than cash	2,500	1,378	0	0.00	1,378	1,378	0.0%	37,271
89	Shaunak Atre	Other than cash	2,500	1,378	0	0.00	1,378	1,378	0.0%	37,271
90	Nagesh Joshi	Other than cash	1,250	689	0	0.00	689	689	0.0%	18,636
91	Ravi Rathod	Other than cash	1,250	689	0	0.00	689	689	0.0%	18,636

92	Rani Gehani	Other than cash	100	55	0	0.00	55	55	0.0 %	1,499
		Total	**1,81,33,588**	**99,99,952**			**99,99,952**		**13.8 %**	**27,00,03,456**

Annexure B

Sr No	Category	Pre-issue		Post-issue		Diluted No of Shares held	
		No of shares held	% of share holding	No of shares held	% of share holding	No of Shares held	% of share holding
A	**Promoters' holding**						
1	**Indian**						
a.	Individual	84,62,341	10.97	84,62,341	10.97	1,19,77,341	12.85
b.	Bodies corporate	1,89,71,385	24.59	1,89,71,385	24.59	2,54,71,385	27.34
	Sub-total (I)	**2,74,33,726**	**35.56**	**2,74,33,726**	**35.56**	3,74,48,726	40.19
2	**Foreign promoters**	-	-	-	-		
	Sub-total (A)	**2,74,33,726**	**35.56**	**2,74,33,726**	**35.56**	**3,74,48,726**	40.19
B	**Non-promoters' holding**						
1	Institutional investors		-		-		
	AIF	18,97,389		18,97,389		18,97,389	2.04
	Banks (Utkarsh and DCB)	16,37,570		16,37,570		16,37,570	1.76
	Foreign Portfolio Investor	5,00,000		5,00,000		5,00,000	0.54
2	Non-institution	-	-	-	-		
a.	Private corporate bodies	40,46,087	5.24	40,46,087	5.24	40,46,087	4.34
b.	Directors and relatives	-	-	-	-	-	-
c.	Indian public	3,78,84,170	49.11	3,78,84,170	49.11	4,39,03,713	47.12
d.	others (Suspense, LLP, CC, NRI, HUF)	37,43,972	4.85	37,43,972	4.85	37,43,972	4.02
	Sub-total (B)	**4,97,09,188**	**64.44**	**4,97,09,188**	**64.44**	**5,57,28,731**	59.81
	Grand Total (A+B)	**7,71,42,914**	**100.00**	**7,71,42,914**	**100.00**	**9,31,77,457**	100.00

Notes:

1. *There is no change in the pre and post shareholding pattern since this is ratification of shareholders' approval for preferential issue and the allotment is already updated.*
2. *The diluted shareholding pattern consists of outstanding Employee Stock Options and Equity Share Warrants.*
3. *The Company has allotted 5,000 Equity Shares pursuant to the Purple Finance Employee Stock Option Scheme 2022 on October 22, 2026 which also forms part of this shareholding pattern.*