



Purple United Sales Limited

(Formerly known as Purple United Sales Private Limited)

Corporate Office: Tower B, Ground Floor, Smartworks Corporate Park, Plot 1 & 2, Amity Road, Sector 125, Noida, UP - 201303 Ph: +91-9667792635/ 36, Email: info@purpleunited.in

Date: 03rd September, 2025

The Manager

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra-Kurla Complex, Bandra(E),
Mumbai- 400051

NSE SYMBOL: PURPLEUTED

ISIN: INE0P5R01014

Sub: Annual Report for the Financial Year 2024-25 including Notice of the 11th Annual General Meeting of Purple United Sales Limited and details of Cut-off date for E-voting and E-voting Period

Dear Sir/Madam,

This is to inform you that the 11th Annual General Meeting ("AGM") of Purple United Sales Limited ("the Company") is scheduled to be held on Thursday, 25th September, 2025 at 12:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in compliance with General Circular No. 09/2024 dated 19th September, 2024 and other circulars issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024 issued by Securities and Exchange Board of India ('SEBI') (hereinafter collectively referred to as 'the Circulars'), permitting Companies to conduct the AGM through VC or OAVM without the physical presence of the members at a common venue

Further, pursuant to the provisions of Regulation 34(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith Notice of 11th AGM of the Company and the Annual Report comprising inter alia Audited Financial Statements for the financial year ended 31st March, 2025, the Board's Report and the Auditors' Report, which is being sent by email to those Members whose email addresses are registered with the Company, Registrar & Share Transfer Agent and Depositories. In compliance of Regulation 36(1)(b) of SEBI Listing Regulations, a letter is also being sent to all the Members, whose e-mail addresses are not registered with Company/Registrar & Transfer Agent/Depositories, providing the web link of website for accessing Notice of 11th AGM and the Annual Report for FY 2024-25.

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 from time to time and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide remote e-voting facility to its members to cast their votes electronically on the resolutions set forth in enclosed AGM Notice. The procedure for e-voting and participating in the AGM through VC/ OAVM is mentioned in notes of the AGM Notice.

Further, relating to the AGM of the Company, you are requested to take note of the following:

1. For the purpose of exercising remote e-voting, the cut-off date shall be Thursday, 18th September, 2025.
2. The remote e-voting period shall commence on Monday, 22nd September, 2025 (from 09:00 a.m. IST) and end on Wednesday, 24th September, 2025 (upto 05:00 p.m. IST).
3. Remote e-Voting facility will also be available during the AGM for the members attending the AGM.

You are requested to take the same on record.

For Purple United Sales Limited

Ayati Gupta
Company Secretary & Compliance Officer

Encl.: As above



PURPLE UNITED KIDS

PREMIUM FASHION

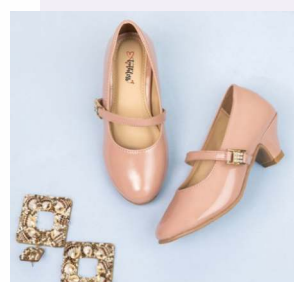
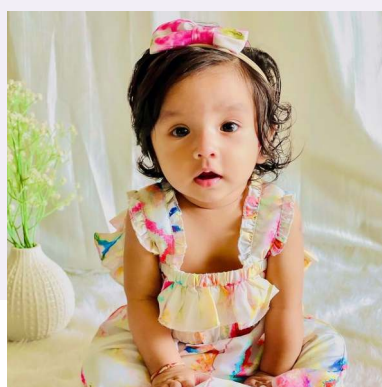
ANNUAL REPORT 2024-25

Purple United Sales Limited



FORWARD-LOOKING STATEMENT

Certain statements made in the Annual Report relating to the Company's objectives, projections, outlook, expectations, estimates and others may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. We use words such as anticipates, believes, expects, future, intends, and similar expressions to identify forward-looking statements. Forward-looking statements reflect management's current expectations and are inherently uncertain. Actual results may differ from such expectations, whether expressed or implied. Several factors could significantly impact the Company's operations. These include climatic and economic conditions that affect demand and supply, government regulations, taxation, pandemics, and other natural calamities over which the Company has no direct control. The Company assumes no responsibility to amend, modify or revise any such statements. The Company disclaims any obligation to update these forward-looking statements except as may be required by law.



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ABOUT THIS REPORT

The Purple United Sales Limited brings you its Annual Report for FY 2024-25, prepared in adherence to the Companies Act, 2013, as well as all the applicable rules and regulation set by the SEBI. It includes reporting of our Directors's Report and Audited Standalone Financials for the FY 2024-25.

CORPORATE INFORMATION

Registered Office:
Khasra No. 55/14 & 55/15, Near Rani Khara Road, Mundka, West Delhi, New Delhi, Delhi -110041

T: +91 9667792635/36
E: cs@purpleunited.in
W: www.purpleunited.in



To view this report online, please visit www.purpleunited.in

COMPANY AT A GLANCE

From Purpose to Possibility: The Purple United Journey

At Purple United, we believe in more than fashion - we believe in celebrating every phase of childhood. From newborn giggles to pre-teen confidence, our designs are functional, celebrating fun & fashion.

What began in 2014 as a dream to make quality kids wear accessible has now become a national movement in premium children's fashion. With 63 Exclusive Brand Outlets across 13 states, a seamless omni-channel presence, and a robust operational base, Purple United is poised for scale. The FY 2024-25 was not only a year of growth but also a year of momentum, laying the foundation for what comes next.

India's young population is one of the largest and most expressive in the world. Purple United harnesses this energy through a curated portfolio of premium apparel, accessories and footwear designed for children. Every

product under the Purple United Kids brand is designed with comfort and style in mind, providing parents with the assurance they need and children with the freedom they deserve.

From everyday essentials to statement pieces, our products are designed to celebrate individuality, comfort, and joy - supporting kids from their first steps to their boldest expressions. Our evolution into sub-brands like toothless, THS (That's His Style and That's Her Style), Striders and Boltzy has strengthened our position as a holistic, premium lifestyle brand for children aged 0-14.

As of FY 2024-25, Purple

United operates 43 exclusive brand outlets (EBOs) across 10 cities in 5 states. Its presence on leading marketplaces like Myntra, Amazon, FirstCry, Flipkart, and Nykaa - alongside its app and website - ensures a seamless, omni-channel experience for modern families. The company's reach is expanding both in scope and depth, rooted in trust and centred on convenience.

A 30,000 sq. ft. warehouse in



Delhi NCR and a well-equipped corporate office in Noida reflect the company's readiness to support nationwide expansion.

Purple United's listing on NSE Emerge in December 2024 marked a significant milestone. The IPO, which raised ₹32.8 crores, underscored market confidence in the company's business model, vision, and execution capabilities. Key performance metrics - ROCE of 18.64%, RONW of 17.30%, and PAT margins 10.16% - reinforce a consistent growth story driven by discipline and strategic focus.

Looking ahead, Purple United is focused on expanding its footprint and brand influence. With India's organised kids' fashion segment gaining traction, the company aims to capitalise on this growth through new store launches, deeper digital engagement, and a broader product mix that meets emerging lifestyle needs.

The emphasis will be on sustainable growth, powered by data-backed decisions, enhanced supply chain

efficiencies, and a customer-first approach. The leadership is aware of execution risks and is proactively strengthening controls, diversifying regions, and optimising working capital to maintain long-term resilience.

Purple United isn't just growing with the market; it's helping to define it. As every child takes their first steps, discovers their voice, or expresses their style, we are there - delivering delight, comfort, and confidence. With passion at our core and purpose in our stride, we are excited about what lies ahead.

For our investors, this is more than an opportunity; it's a journey to grow with the next generation and with a company built to grow alongside them.

Looking ahead, Purple United is committed to building a future where design delights, comfort matters, and every child feels seen. Because when childhood is the heart of your brand, the possibilities are endless.

Revenue
FY 2024-25

₹10,312.75
Lakhs

Net Profit
FY 2024-25

₹1047.44
Lakhs

EBITDA
FY 2024-25

₹2073.07
Lakhs

Warehouse

30,000
Sq. Ft.

Retail Presence

63
Retail Stores



VISION

To be the most admired Premium Fashion Brand in Kids' Fashion



MISSION

Enable children to express themselves using our 'brand' as a medium

MANAGING DIRECTOR'S MESSAGE

**“Build a
relationship
and dominant
business
with multiple
corporate
players”**

Dear Shareholders,

Every business begins with an idea - but the ones that truly endure are those that evolve into something meaningful. Purple United Kids was envisioned with a simple belief: that childhood deserves its own space - full of creativity, comfort, and confidence. It gives me great pride to reflect on how far we've come and the potential that lies ahead.

FY 2024-25 has been a milestone year for us. Our successful listing on the NSE Emerge platform marked a defining moment - not only from a financial standpoint but as a broader recognition of the trust placed in us by our customers, teams, and partners. It reaffirms our commitment to building a brand that resonates with today's families and tomorrow's aspirations.

As India's kids wear segment enters a phase of exponential growth, Purple United Kids is not just ready - we're energised. Because Purple United Kids isn't just a brand; it's a growing movement that brings together imagination, quality, and heart.

From the outset, our purpose has been clear: to offer premium, thoughtful fashion for children throughout India. Through our omnichannel presence, curated collections, and enriching customer experiences, we aim to deliver both tangible and emotional value.

This year, we expanded our footprint, grew our community, and strengthened the foundations of a scalable, people-driven brand. Each new store we open, each product we design, and each family we engage brings us closer to our vision - to empower self-expression in childhood through design, comfort, and joy.

“

Our successful listing on the NSE Emerge platform marked a defining moment - not only from a financial standpoint but as a broader recognition of the trust placed in us by our customers, teams, and partners.

”

As we grow, we remain grounded in our core values. We are investing in our people, building agile teams, and leveraging technology to stay relevant in a rapidly evolving market. The journey ahead will be shaped by both ambition and accountability.

The numbers we've achieved are important, but they don't tell the full story. The true measure of our impact lies in the trust of parents, the excitement of children, and the growing community that stands with us.

To our shareholders, customers, and employees - thank you. Your support has been central to our progress, and we look forward to continuing this journey together.

With gratitude,

JATINDER DEV SETH

Managing Director

Purple United Sales Limited

OUR BRANDS



“toothless” was created as an expression of simple joys of children through minimal and logical elements imbued in the products.

“That’s His Style” was created to the needs of Premium Fashion wear for the Boys.



“That’s Her Style” was created to the needs of Premium Fashion wear for the Girls.

At BOLTZY, we craft more than shoes—we shape confidence. For the bold, ambitious kids who take the lead, every step is a statement. Our shoes are built to empower young trailblazers, combining fashion - forward design with unbeatable performance. When they wear BOLTZY, they don't just follow the trend—they set it.

BOLTZY™



Striders believes in taking long, decisive steps towards creating a brighter, more colourful world for our children. Born from a passion for innovation and a commitment to quality, Striders is not just a brand; it's a journey of progress and positive development in kids' growth. Every pair of Striders footwear is designed with care, ensuring comfort, style, and durability for the little feet that wear them. Our mission is to support children at every step or stage of their growth, providing footwear that adapts to their dynamic lives. Whether it's a day at the playground, a family outing, or a new adventure, Striders' footwear are there to make each step a joyful experience. Our designs feature vibrant colours and fun patterns, sparking imagination and making every day a new adventure.

OMNI CHANNEL PRESENCE

Purple United is managed by a team of highly skilled and technically qualified professionals with expertise in Designing, Sourcing, Merchandising, E-Commerce, Retail, Sales and Business Development.



Retail Stores

Delhi | Punjab | J & K | Rajasthan
Bihar | Uttar Pradesh | Uttarakhand
Madhya Pradesh | West Bengal
Haryana | Telangana | Odisha | Sikkim



E-Commerce Platforms



Online Store



Offline Distribution Channels

- DISTRIBUTORS
- SHOP IN SHOP
- LARGE FORMAT STORES

OUR SEGMENTS

APPAREL

At Purple United Kids, clothing isn't just about what kid's wear — it's about how they feel in it. We blend premium quality, everyday comfort, and a sense of style that grows with them. Every piece is thoughtfully made using soft, skin-friendly fabrics that let kids move freely and feel at ease all day long.

Our collection combines modern cuts, playful details, and thoughtful designs that bring out the joy in dressing up. From casual basics to standout outfits for special moments, each garment strikes the perfect balance between fashion and function. Whether it's for playtime or celebrations, Purple United Kids creates clothing that kids reach for with excitement — and parents trust with comfort, quality, and care.



ACCESSORIES, TOYS & HARD GOODS

At Purple United Kids, accessories are playful extensions of personality, comfort, and creativity. Our thoughtfully curated collection includes everything from trendy caps to stylish sling bags all crafted to complement our apparel while sparking everyday joy.

Each product is designed with a kid's world in mind—blending fashion with function, and comfort with confidence.



As the demand for coordinated and experiential kids wear continues to grow, our accessories line plays a key role in offering complete head-to-toe looks that reflect the evolving tastes of modern families. With every product, we aim to deliver not just style—but stories, smiles, and a sense of belonging.



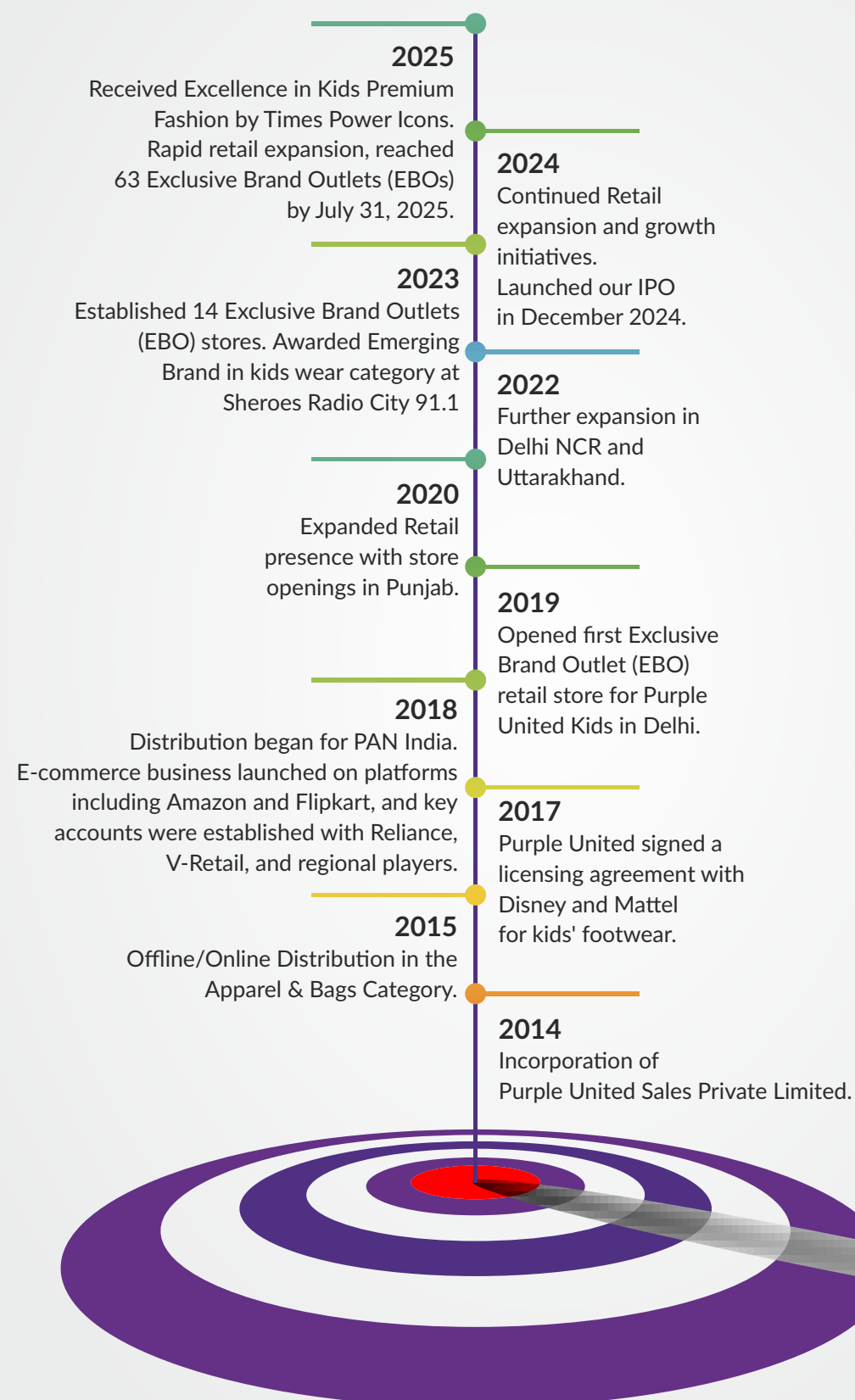
FOOTWEAR

At Purple United Kids, our footwear range is thoughtfully engineered to accompany kids through every stage of their growth. Each pair is crafted using premium materials and designed with a balance of fashion and functionality. With a focus on ergonomic comfort, the collection features soft, light weight soles; cushioned insoles, and breathable linings to promote healthy foot development and all-day wearability. The designs reflect a vibrant, imaginative spirit through the use of vibrant colours and playful patterns, while maintaining the durability and

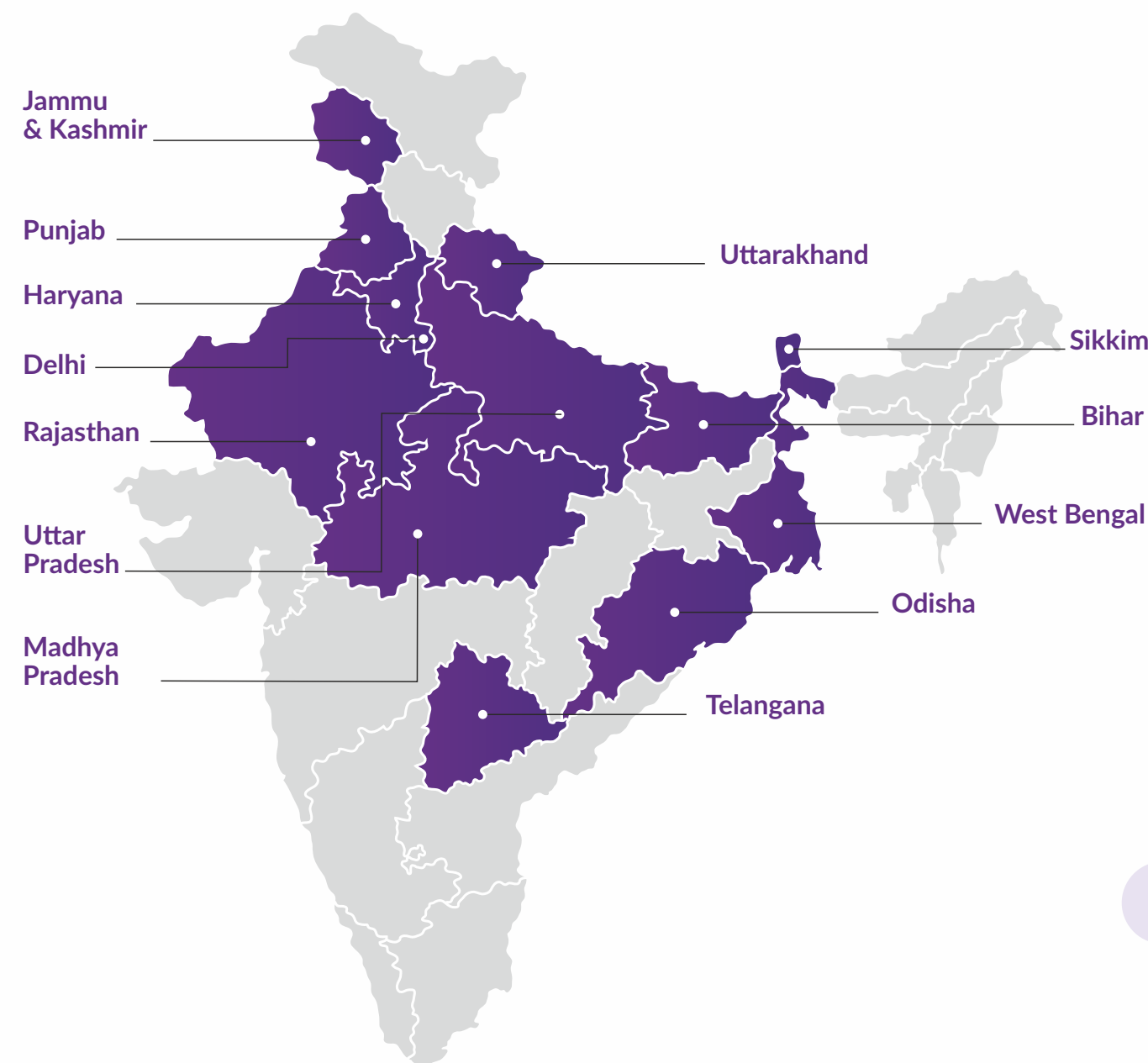
lightness required for daily use. Whether navigating playgrounds or attending special occasions, the footwear ensures safety and stability through anti-slip soles and secure fastenings. Purpose-built for active lifestyles, our shoes are created to support confident movement — every step of the way.



MILESTONE



PAN-INDIA PRESENCE



MOMENTS OF LISTING CEREMONY



The launch of our Initial Public Offer (IPO) marked a transformative moment for Purple United Sales Limited. With your unwavering support, we offered 26.04 lakhs equity shares at an issue price of ₹126/- per share. The IPO was subscribed 160.08 times-86.3x in the QIB category, 269.7x in NII, and 155.3x in RII-demonstrating exceptional market confidence in our vision.



Offered
26.04 lakhs
Equity Shares

Subscribed
160.08x

Issue Price
₹126/-
Per Share

86.3x
QIB Category

269.7x
NII Category

155.3x
RII Category



On 18th December 2024, our shares debuted at ₹199 on the NSE Emerge platform - reflecting a **58% increase over the issue price** of ₹126 and significantly surpassing expectations. This moment of pride reflects investor trust in our leadership, market positioning, and growth strategy.

This remarkable response is more than a financial milestone. It affirms a shared belief in Purple United's journey of innovation, excellence, and value creation. As we step into this new chapter as a publicly listed company, we remain committed to pushing boundaries,

driving sustainable growth, and delivering lasting value to all our stakeholders.

To our partners and shareholders - your trust has been the backbone of our journey. To our customers, your loyalty inspires us every day to raise the bar.

Looking ahead, we are poised to harness this momentum, unlock new opportunities, and redefine the future of kidswear.

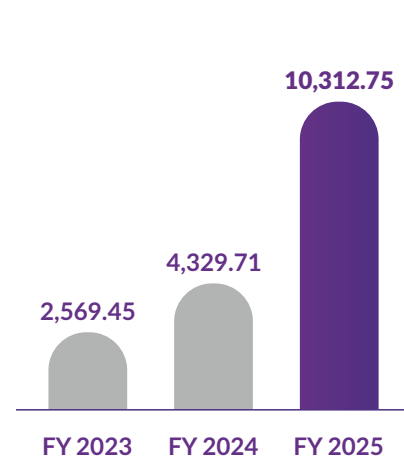
Thank you for being a part of this incredible journey. The best is yet to come.



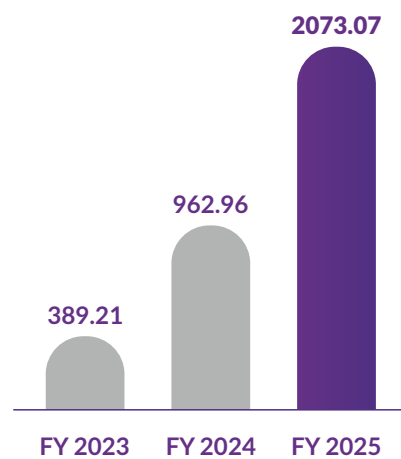
FINANCIAL HIGHLIGHTS



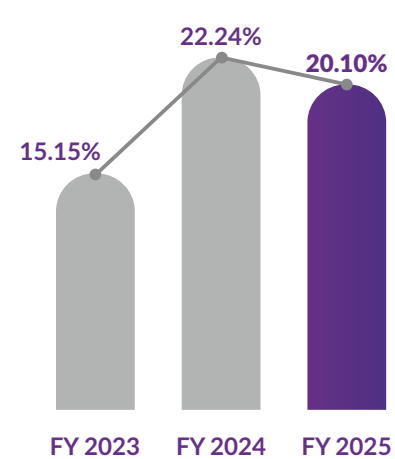
REVENUE FROM OPERATION
(₹ in Lakhs)



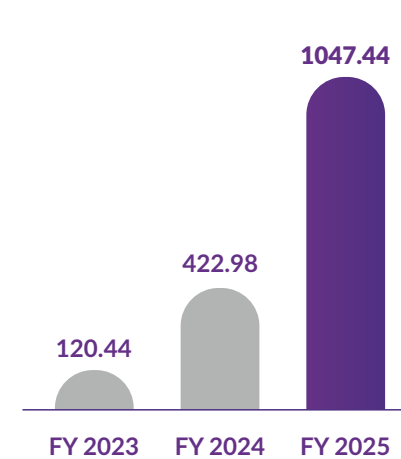
EBITDA
(₹ in Lakhs)



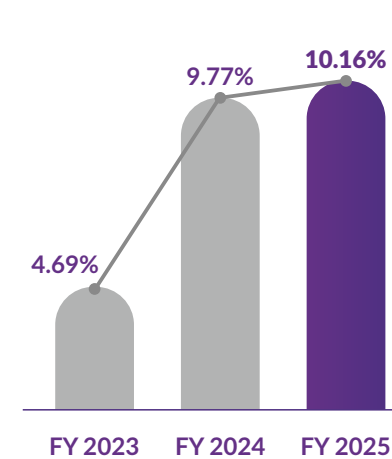
EBITDA Margin
(in %)



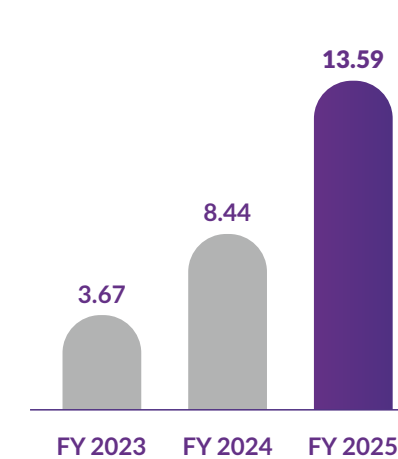
PAT
(₹ in Lakhs)



PAT Margin
(in %)



EPS
(In ₹/Share)



BOARD OF DIRECTORS



**JATINDER DEV
SETH**

Managing Director

Mr. Seth is an accomplished professional with a strong educational background and a proven track record in the world of distribution and brand management. Holding a Bachelor of Engineering (BE) degree and an MBA in Finance, he brings a unique blend of technical acumen and financial expertise to the table. He holds over two decades of experience in Sales, Distribution, Retail, and E-Commerce of various international brands like Puma, Nike, Adidas, Hush Puppies, Wilson, etc over the last 30 years aggregating to an annual turnover of INR 500 million. He dominantly experienced all the major marketplaces since their launch in India.



**BHAWNA
SETH**

Whole-Time Director

An exceptional expert in the creative and merchandising field, Ms. Bhawna possesses a distinctive fusion of qualifications and experiences. Prior to her current position, she had the privilege of effectively overseeing and guiding a fashion institute. This experience enriched her comprehension of consumer behavior, creative innovation, and proficient team leadership. It was during this period that she refined her dedication to achieving excellence and fostering innovation. It was here that she honed her commitment to excellence and innovation resulting in driving the team to match up with the sales direction of the organization. Holding a Master of Arts in English, she seamlessly combines technical expertise with a profound understanding of children's fashion trends. Her remarkable skill set enables her to craft collections that expertly blend style and functionality, setting her apart as a standout figure in the industry.



**NIRAJ
RAJPAL**

Non - Executive Director

Mr. Rajpal is a seasoned enterprise architect with a proven track record of delivering solutions for various companies in healthcare, logistics, manufacturing, and IT consulting. Holding a bachelor's degree in engineering, he brings a unique blend of technical acumen and financial expertise to the table.

He holds over 20 years of experience in architecting, implementing, managing, and maintaining Data Centres - Virtual IT infrastructure (VMware and Citrix) and a dynamic leader with extensive experience in Citrix, VMWare, On Premise Private Cloud and Public Cloud (Azure, AWS and GCP). He has a successful track record in managing projects with a global team of up to 25 members.



**PANKAJ LAL
GUPTA**

Non - Executive Director
Independent Director

Experienced Chief Executive Officer with a demonstrated history of working in the information technology and services industry. Skilled in Global Delivery, IT Strategy, Management, Pre-sales, and Solution Architecture. Strong business development professional with an MDP focused in Business Management for Delivery Excellence from the Indian Institute of Management Bangalore.



**TARUN
ANAND**

Non - Executive Director
Independent Director

A seasoned Digital Leader with over three decades of experience in driving digital transformation across diverse industries. Spearheads the technology vision, leveraging cutting-edge IT strategies to build high-performing enterprise architectures and scalable digital ecosystems in organisations like Jakson, Dabur, Mother Dairy, Hero Cycles, Oriflame & Modicare. Mr. Tarun is a certified Global CIO from ISB Hyderabad and has been a member of SAP Product Advisory Council & Next100 Awards Jury. Mr. Tarun Anand has won many accolades including the ICONIC IDC Insights award by International Data Corporation, the Excellence Award by ETCIO, and the CIO100 award by International Data Group.



**VISHAL
SHARMA**

Non - Executive Director
Independent Director

Dynamic and results-oriented professional with extensive 28 years of experience in managing distribution networks for chemical products and consumer products across India. Proven track record of driving sales growth, optimizing supply chain efficiencies, and strategic partnerships. Sales Forecasting, expertise in expanding market presence and maximizing profitability with Technology integration.

AWARD & RECOGNITIONS

RECOGNITIONS

Purple United Kids garnered significant industry recognition for its pioneering role in redefining India's premium kids wear landscape. Our unique blend of innovation, community-centric engagement, and purpose-driven branding was spotlighted in a feature by Images Business of Fashion (BOF), positioning us as a transformative force within the retail ecosystem. The article emphasized our commitment to enriching childhood through thoughtfully designed fashion, immersive experiences, and meaningful parent-child connections.

Our leadership team and brand initiatives garnered attention, reinforcing our position as one of India's most promising names in premium kids wear.



AWARD

Mr. J. D. Seth, our Founder & Director, was honoured by Times Power Icons North 2024-25, acknowledging his contribution to retail entrepreneurship and leadership in Excellence in Kids Premium Fashion.



MEDIA PUBLICATIONS

Ms. Bhawna Seth, Whole-time Director, was recognized by Images Business of Fashion (BOF) as part of their Women Leading Retail feature, celebrating her visionary leadership in shaping experiential retail environments across India.



Purple United Kids was spotlighted in a dedicated feature by Images BOF for its role in redefining premium kids wear in India through innovation, storytelling, and community engagement.

COMPANY INFORMATION

CORPORATE OFFICE

Tower B, Ground Floor, Smartworks Corporate Park, Plot 1 & 2, Amity Road, Sector 125, Noida, Gautam Buddha Nagar, Uttar Pradesh - 201303

REGISTERED OFFICE

Khasra No. 55/14 & 55/15, Near Rani Khera Road, Mundka, West Delhi, New Delhi, Delhi -110041

REGISTRAR & TRANSFER AGENTS

KFin Technologies Limited

Tower B Plot No: 31 & 32 Selenium, Financial District, Nanakramguda, Gachibowli Hyderabad, Telangana - 500 032

Phone: +91 40 67162222

Email: einward.ris@kfintech.com

BANKERS

Bank of Baroda

STATUTORY AUDITORS

M/s. NGMK & Associates

Chartered Accountants

INTERNAL AUDITOR

M/s. Vikas Bansal & Associates

Chartered Accountants

CHIEF FINANCIAL OFFICER

Mr. Naresh Kumar

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Ayati Gupta

WEBSITE

www.purpleunited.in

CORPORATE IDENTIFICATION NUMBER

U51909DL2014PLC271636

Directors' Report

Dear Members,

Your Directors have pleasure in presenting the 11th Annual Report on the business and operations of your Company along with the Audited Financial Statements and the Auditors' Report thereon for the financial year ended 31st March, 2025.

Financial summary or highlights/Performance of the Company (Standalone)

The financial performance of the Company (on a standalone basis) for the financial year 2024-25 is as follows:

Particulars	(Rs. in Lakhs)	
	Standalone	
	FY 2024-25	FY2023-24
Revenue from Operations	10,312.75	4,329.71
Other Income	2.76	14.15
Total Income	10,315.51	4,343.86
Total Expenses	8,242.44	3,380.89
Profit/(Loss) before Depreciation, Finance Costs, Exceptional Items and Tax	2,073.07	962.96
Profit/(Loss) before Exceptional Items and Tax	1,407.87	504.02
Exceptional Items	-	-
Profit/(Loss) before Tax	1,407.87	504.02
Current Tax	411.46	129.63
Deferred Tax	(51.03)	(48.58)
Profit/(Loss) after Tax	1,047.44	422.98
Other Comprehensive Income/(Loss)	-	-
Earning per share (basic and diluted)	13.59	8.44

Results of operations and state of affairs for financial year 2024-25

During the financial year 2024-25, your Company's revenue from operations stood at Rs. 10,312.75 lakhs as against Rs. 4,329.71 lakhs in the previous year, recording a growth of about 138.19% over previous year. On standalone basis, the Company has registered positive EBITDA of Rs. 2,073.07 lakhs during the financial year 2024-25 as compared to positive EBITDA of Rs. 962.96 lakhs during previous financial year. During the year under review, your Company has registered profit after tax of Rs. 1,047.44 lakhs as against profit of Rs. 422.98 lakhs in the previous year, on standalone basis.

Conversion of Company from Private Limited to Public Limited

Your Company was originally incorporated as 'Purple United Sales Private Limited' as Private Limited Company under the provisions of Companies Act, 2013 vide Certificate of Incorporation dated 16th September, 2014 bearing Corporate Identification Number U51909DL2014PTC271636 issued by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, Govt. of India. Subsequently, the name of your company has changed from 'Purple United Sales Private Limited' to 'Purple United Sales Limited' vide Fresh Certificate of Incorporation dated 20th June, 2024 bearing Corporate Identification Number U51909DL2014PLC271636. Further, your Company was converted into a public limited Company pursuant to a special resolution passed by your shareholders at the EGM held on 11th May, 2024.

The detailed information on the business operations of the Company and other relevant information is given in the Management Discussion and Analysis Report forming part of the Annual Report.

Initial Public Offer (IPO) and Listing at SME Platform of National Stock Exchange of India Limited ("NSE Emerge")

During the financial year 2024-25, the Company initiated the process of Initial Public Offer (IPO) for 26,04,000 Equity shares of Rs. 10/- each at an issue price of Rs. 126/- (including a premium of ₹ 116) having an issue size of Rs. 3,281 lakhs. With your valuable support and confidence in the Company and its management, the IPO was subscribed 160.08 times, and the Equity shares of the Company were successfully listed on NSE Emerge on 18th December, 2024.

Nature of Business

The Company is engaged in the fashion business of design, development, sourcing, marketing, and distribution of Kids Apparel and Footwear. There are 60+ Retail Stores/Exclusive Brand Outlet as on the date of this report. The products are sold directly to consumers as well as through distribution channels.

During the financial year under review, there has been no change in the nature of Company's business.

Details of Lock-in of Shares

In accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the shares held by your esteemed Promoters and Public Shareholders (who held shares before your Initial Public Offering) are subject to and held in lock-in state as mandated by the SEBI regulations.

Dividend

With a view to strengthening the Company's financial position and ensuring sustainable growth, the Board of Directors has not recommended any dividend on the Equity Shares of the Company for the financial year 2024-25.

Transfer to Reserves

During the financial year, the Board of your Company has not appropriated/ transferred any amount to the reserves. The profit earned during the financial year has been carried to the balance sheet of the Company as part of the Profit and Loss Account.

Share Capital structure of the Company

A. Authorized Capital and Changes thereon if any

During the year under review, the Company has increased its authorized share capital from Rs. 7,00,00,000 /- (Rupees Seven Crores) to Rs. 11,00 ,00 ,000 /- (Rupees Eleven Crores) by addition of 40,00,000 (Forty Lakhs Only) Equity Shares of Rs. 10/- (Rupee Ten Only) each aggregating to Rs. 4,00,00,000/- (Four Crores Only) in the Extraordinary General Meeting held on 11th May 2024.

B. Paid up Capital and Changes thereon, if any:

The Issued, Subscribed and Paid-up capital is Rs. 9,60,98,000/- (Rupees Nine crores Sixty Lakhs and Ninety-Eight Thousand Only) divided into 96,09,800 (Ninety-Six Lakhs Nine Thousand and Eight Hundred) equity shares of Rs. 10/-.

S. No.	Type of Issue	Date of Allotment	No. of Shares Issued	Total Amount at face value (in Rs.)
1.	Preferential Allotment	23 rd May, 2024	3,72,800	37,28,000
2.	Initial Public Offer	16 th December, 2024	26,04,000	2,60,40,000
		Total	29,76,800	2,97,68,000

At the beginning of financial year 2024-25, the paid up share capital of the company was Rs. 6,63,30,000 comprising of 66,33,000 equity shares of Rs. 10 each. On 23rd May, 2024, the Company allotted 3,72,800 Equity Shares of Face Value of Rs. 10/- each at a premium of Rs. 72/- each amounting to Rs. 3,05,69,600/- to Public on Preferential Allotment basis through Resolution passed at the Extra Ordinary General Meeting held on 11th May, 2024 Consequently, the Paid-up share capital increased to 7,00,58,000 comprised of 70,05,800 equity shares of Rs. 10 each. Further, pursuant to the IPO, and the allotment of equity shares on 16th December, 2024, the Paid-up Share Capital was increased to Rs. 9,60,98,000 comprised of 96,09,800 equity shares of Rs. 10 each.

Therefore, the issued, subscribed, and Paid-up capital of the company is increased from Rs. 6,63,30,000 /- to Rs. 9,60,98,000 /-.

Allotment details and changes in share capital during the year are summarized in the table above.

Other than above-mentioned alterations there has been no change in the Issued, Paid-up and Subscribed Capital of the company during the financial year under review.

During the financial year under review, the Company has not issued any equity shares with differential rights / sweat equity shares under Rule 4 and Rule 8 of the Companies (Share Capital and Debentures) Rules, 2014.

Employee Stock Option Plan (ESOP)

During the financial year under review, no shares have been offered by the Company pursuant to the SEBI (Share Based Employee Benefits) Regulations, 2014 and as per the provisions of section 62(1)(b) of the Companies Act, 2013 ("the Act") read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014.

Further, during the current year, with a view to motivate the employees seeking their contribution to the corporate growth, to create a sense of ownership and participation amongst them, to attract new talents and to retain them for ensuring sustained growth, the Board of Directors of the Company, had at its meeting held on 27th August, 2025, proposed implementation of 'Purple United Sales Limited Employees Stock Option Scheme - 2025' to cover eligible employees of the Company, subject to the shareholders' approval.

Deviation or Variation from proceeds or utilization of funds raised from Public Issue

Your Company got listed on NSE Emerge on 18th December, 2024, and as of the date of this Director's Report, the funds raised from the public have been utilized for the purposes stated in the offer document, with no deviations or variations in their use.

Transfer to Investor Education and Protection Fund

There was no amount lying with regard to unpaid and unclaimed dividend of earlier years which was required to be transferred or is due to be transferred to the Investor Education and Protection Fund (IEPF) during the financial year 2024-25, in terms of the applicable provisions of the Act read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), as amended time to time.

There were no shares which were required to be transferred or are due to be transferred to the IEPF, during the FY 2024-25.

Significant and material orders impacting the going concern status and Company's operations in future

During the financial year under review, no significant and material orders were passed by any regulator, tribunal or court which may impact the going concern status of the Company or its future operations.

Further, during the financial year under review, there was no instance of one time settlement with any bank or financial institution.

Details of Subsidiary/Joint Ventures/Associate Companies

During the financial year under review, no Company became or ceased to be subsidiaries, joint ventures or associates of the Company.

There are no subsidiaries, joint ventures or associates of the Company.

Directors and Key Managerial Personnel

- i. **Appointment of Executive Director:** The Board of Directors has in its meeting held on 26th February, 2024, approved the appointment of Mr. Jatinder Dev Seth (DIN: 06944942) as the Managing Director and Ms. Bhawna Seth as the Whole- time Director for a period of three (3) years w.e.f. 01st April 2024, subject to approval of shareholders of the Company and the same were subsequently approved by the shareholders at the Extra Ordinary General Meeting held on 01st March, 2024.
- ii. **Appointment of Non-Executive Independent Directors:** During the financial year under review, the appointment of Mr. Pankaj Lal Gupta (DIN: 07537290), Mr. Vishal Sharma (DIN: 10604586), Mr. Tarun Anand (DIN: 10617975) who were appointed as Non-Executive Independent Director by the Board of Directors, w.e.f. 08th May, 2024 was approved by the shareholders at the Extra Ordinary General Meeting held on 11th May, 2024.
- iii. **Director retiring by rotation:** In accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company, Mr. Jatinder Dev Seth (DIN: 06944942), Managing Director of the Company is liable to retire by rotation at the ensuing AGM and being eligible, has offered himself for re-appointment as director.

Your Directors recommend re-appointment of the above said director in the ensuing AGM.

iv. **Profile of Director seeking re-appointment:** The brief resume of the Director seeking re-appointment along with other details as stipulated under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standards issued by The Institute of Company Secretaries of India, are provided in the Notice convening the ensuing AGM of the Company.

v. **Declaration by Independent Directors:** Your Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence provided in Section 149(6) of the Act and Regulation 16 of the SEBI Listing Regulations and there has been no change in the circumstances which may affect their status as independent director during the year under review. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct for Board of Directors and Senior Managerial Personnel. Further, all the Directors have also confirmed that they are not debarred to act as a Director by virtue of any SEBI order or any other authority.

vi. Statement regarding opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the Independent Directors appointed during the year: In the opinion of the Board, the Independent Directors possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8(5)(iia) of the Companies (Accounts) Rules, 2014 (as amended).

vii. **Meeting of Independent Directors:** In accordance with the provisions of Schedule IV of the Act read with the Rules thereunder and Regulation 25 of the SEBI Listing Regulations, a separate meeting of the Independent Directors was held on 13th December, 2024 without the attendance of Non-Independent Directors and members of the management. All the Independent Directors were present at the said meeting. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, Chairman and the Board of Directors as a whole, taking into account the views of the Executive and Non-Executive Directors. The Independent Directors also evaluated the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The Chairman of the said meeting also provided the feedback to the Board about the key elements that emerge out of the meeting.

viii. **Registration in Independent Directors' Data Bank:** The Company has received confirmation from all the Independent Directors that they have registered themselves in the Independent Director's Data Bank of Indian Institute of Corporate Affairs at Manesar in compliance with the provisions of sub-rule (1) of rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014.

ix. **Cessation and appointment of Key Managerial Personnel:** During the financial year under review, The Board of Directors appointed Mr. Naresh Kumar as the Chief Financial Officer of the Company w.e.f. 01st May, 2024 and Mr. Vishnu Kumar as the Company Secretary and Compliance Officer of the Company w.e.f. 20th May, 2024. Mr. Vishnu Kumar resigned from the services of the Company w.e.f. close of business hours of 21st May, 2025.

Further, during the current year the Board of Directors on the recommendation of NRC has appointed Ms. Ayati Gupta as the Company Secretary and Compliance Officer of the Company w.e.f. 24th May 2025.

Apart from the above, there is no other change in the directors and Key Managerial Personnel during the financial year under review and thereafter.

Board Evaluation

In compliance with the applicable provisions of the Act and SEBI Listing Regulations, the Board of Directors on recommendation of the NRC had approved and adopted the Evaluation Policy setting out the process, format, attributes and criteria for the performance evaluation of the Board, Board Committees and Individual Directors.

An annual performance evaluation of all Directors, the Committees of the Board and the Board as a whole was carried out during the year under review. For the purpose of carrying out performance evaluation, assessment questionnaires were circulated to all Directors and their feedback was obtained and recorded. The Board of Directors has expressed its satisfaction with the evaluation process.

Public Deposits

During the financial year under review, your Company has not invited or accepted any deposits from the public or members pursuant to the provisions of Sections 73 and 76 of the Act read with Companies (Acceptance of Deposits) Rules, 2014 and therefore, no amount of principal or interest was outstanding in respect of deposits from the Public as at the beginning or end of the financial year 2024-25.

Energy Conservation, Technology Absorption and Foreign Exchange Earnings & Outgo

The Company does not have any manufacturing activity. Thus, the provisions related to conservation of energy and technology absorption are not applicable on the Company.

The Company continues to adopt sustainable business practices and strives to minimize its environmental impact by promoting resource conservation and safe operations across all its activities

The particulars regarding conservation of energy, technology absorption and foreign exchange earnings & outgo, as required under Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 (“Accounts Rules”) are given below:

Conservation of Energy:

Steps taken for conservation	:	Not Applicable
Steps taken for utilizing alternate sources of energy	:	Not Applicable
Capital investment on energy conservation equipments	:	Not Applicable

Technology Absorption:

Efforts made for technology absorption	:	NIL
Benefits derived	:	NIL
Expenditure on Research &Development, if any	:	NIL
Details of technology imported, if any	:	NIL
Year of import	:	NIL
Whether imported technology fully absorbed	:	NIL
Areas where absorption of imported technology has not taken place, if any	:	NIL

Foreign Exchange Earnings/ Outgo (in Rs.):

Particulars	FY 2024-25	FY 2023-24
Inflow	Nil	Nil
Outflow	Nil	Nil

Auditors and Audit Reports

i) Statutory Auditors and Audit Report:

During the financial year under review, M/s. Naresh Agrawal & Associates, Chartered Accountants (Firm Registration Number: 9401N), who were appointed by the members at the 6th Annual General Meeting (“AGM”) of the Company held on 30th December, 2020, as Statutory Auditors of the Company, for a period of five (5) consecutive years till the conclusion of the 11th AGM of the Company, tendered their resignation as the Statutory Auditors of the Company w.e.f. 05th April, 2024, due to some personal reasons.

In order to fill the casual vacancy consequent to the resignation of M/s. Naresh Agrawal & Associates, Chartered Accountants, the Board of Directors of the Company at their meeting held on 09th April, 2024, after obtaining the consent and eligibility certificate under Section 139(1) of the Companies Act, 2013, appointed M/s. NGMKS & Associates, Chartered Accountants (Firm Regn. No. 024492N), as the Statutory Auditors of the Company w.e.f. 09th April, 2024 till the conclusion of 10th AGM of the Company, subject to the approval and ratification by the Members and the same was approved by the shareholders at the Extra Ordinary General Meeting of the Company held on 11th May, 2024.

Further, during the financial year under review, on the recommendation of the Board of Directors of the Company, the appointment of M/s. NGMKS & Associates, Chartered Accountants (Firm Regn. No. 024492N) as the Statutory Auditors of the Company to hold office for a period of five (5) consecutive years from the conclusion of the 10th AGM of the Company held on 08th July, 2024 till the conclusion of the 15th AGM of the Company, on a remuneration, out-of-pocket expenses, etc. incurred in connection with the audit as may be decided by the Board in consultation with the auditors from year to year, was approved by the shareholders at the AGM of the Company held on 08th July, 2024.

M/s. NGMKS & Associates has confirmed that they are not disqualified from continuing as Statutory Auditors of the Company.

The Auditors’ Report does not contain any qualification, reservation or adverse remark on the financial statements for the year ended 31st March, 2025.

The Notes to financial statements and other observations, if any, in the Auditors’ Report are self-explanatory and therefore, do not call for any further comments.

The Statutory Auditors’ Report for the financial year ended 31st March, 2025 forms part of this Annual Report.

During the financial year 2024-25, the Statutory Auditors have not reported any incident related to fraud to the Audit Committee or the Board under Section 143(12) of the Act, therefore no detail is required to be disclosed under Section 134(3) (ca) of the Act.

ii) **Secretarial Auditors and Secretarial Audit Report:** Pursuant to the provisions of Section 204 of the Act read with Rule 9 of the Managerial Personnel Rules, the Board of Directors had appointed M/s. Brajesh Kumar & Associates, Practicing Company Secretaries to conduct Secretarial Audit of the Company for the financial year 2024-25. The Secretarial Audit Report issued by them is annexed as Annexure - I to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark. During the financial year 2024-25, the Secretarial Auditors have not reported any matter under Section 143(12) of the Act, therefore no detail is required to be disclosed under Section 134(3)(ca) of the Act.

The Board of Directors, upon the recommendation of the Audit Committee, at their meeting held on 27th August, 2025 has appointed M/s. Mohit Singh Kharayat & Co., Practicing Company Secretaries, as Secretarial Auditors, for conducting Secretarial Audit of the Company for the financial year 2025-26. Your Company has received written consent from M/s. Mohit Singh Kharayat & Co. to act as Secretarial Auditors of the Company for the FY 2025-26.

iii) **Internal Auditors and Internal Audit Report:** Pursuant to Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 (as amended), the Board of Directors of the Company, has appointed M/s. Vikas Bansal & Associates, Chartered Accountants, [ICAI Firm Registration No.- 032441N], as the Internal Auditors of the Company for the financial year 2024-25.

The Internal Audit Findings and Report submitted by the said Internal Auditors, during the financial year, to the Audit Committee and Board of Directors of the Company, do not contain any adverse remarks and qualifications hence do not call for any further explanation by the Company.

Further, pursuant to the provisions of Section 138 of the Act read with the Companies (Accounts) Rules, 2014 and on the recommendation of the Audit Committee, the Board of Directors appointed M/s. Vikas Bansal & Associates to conduct an Internal Audit of the Company for the FY 2025-26. Your Company has received written consent from M/s. Vikas Bansal & Associates to act as Internal Auditor of the Company for the FY 2025-26.

Risk Management

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified are systematically addressed through mitigating actions on a continuing basis. These are discussed at the Meetings of the Audit Committee and the Board of Directors of the Company.

There are no risks identified by the Board which may threaten the existence of the Company. The detailed Risk Review is provided in the Management Discussion and Analysis Report, forming integral part of Annual Report.

Internal Financial Controls

Your Company has in place adequate internal financial controls commensurate to the size and nature of its business. The Company

has policies and procedures in place for ensuring orderly and efficient conduct of its business and operations including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information. The internal financial controls operate effectively and no material weakness exists. The Company has a process in place to continuously monitor the same and identify gaps, if any, and implement new and / or improved controls whenever the effect of such gaps have a material effect on the Company's operations.

Board Meetings

During the financial year 2024-25, thirty-two (32) Board meetings dated 09th April 2024, 29th April 2024, 01st May 2024, 08th May 2024, 10th May 2024, 14th May 2024, 17th May 2024, 23rd May 2024, 18th June 2024, 21st June 2024, 13th July 2024, 23rd July 2024, 29th July 2024, 10th August 2024, 29th August, 2024, 07th September 2024, 25th September 2024, 28th September 2024, 29th September 2024, 30th September 2024, 01st October 2024, 04th October 2024, 15th October 2024, 25th October 2024, 23rd November 2024, 30th November 2024, 10th December 2024, 13th December 2024, 16th December 2024, 17th December 2024, 06th March 2025 and 28th March 2025 were held. The intervening gap between two meetings was not more than 120 days. The details of attendance of each Director at the Board Meetings during the year are as under:

Name of Directors	Designation	No. of Board meeting (eligible to attend during the tenure)	No. of Board meeting attended
Mr. Jatinder Dev Seth	Managing Director	32	32
Ms. Bhawna Seth	Whole – Time Director	32	32
Mr. Niraj Rajpal	Non – Executive Director	32	19
Mr. Pankaj Lal Gupta*	Independent Director	28	7
Mr. Tarun Anand*	Independent Director	28	10
Mr. Vishal Sharma*	Independent Director	28	11

*Mr. Pankaj Lal Gupta, Mr. Tarun Anand and Mr. Vishal Sharma were appointed as Non-Executive Independent Director w.e.f. 08th May, 2024.

The Company, being listed under SME segment, the provisions relating to Corporate Governance and number of memberships in committees are not applicable.

None of the Directors of the Company are related to each other as per section 2(77) of the Companies Act, 2013, except Mr. Jatinder Dev Seth and Ms. Bhawna Seth are spouse.

Committees of The Board of Directors

To ensure timely and effective functioning of the Board of Directors and the Company, in addition to compliance with the provisions of the Companies Act, 2013, Rules framed thereunder, SEBI Listing Regulations and other applicable regulations, guidelines, circulars and notifications of the Securities and Exchange Board of India ("SEBI"), the Board of Directors has constituted various Committees with specific terms of reference, which include Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee. The Committees meet as often as required. The Board is updated on the discussions held at the Committee meetings and the recommendations made by the various Committees. The minutes of meetings of these Committees are placed at the Board meetings. All the recommendations made by the Committees to the Board of Directors during the financial year 2024-25 were accepted by the Board of Directors.

A. Audit Committee

The Company has constituted the Audit Committee vide resolution passed in the meeting of Board of Directors held on 21st June, 2024 as per the applicable provisions of the Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and all applicable clauses of SEBI Listing Regulations (as amended).

The detail of the composition of the Audit Committee along with their meetings held/attended is as follows:

S. No.	Name of Members	Category	Designation	Attendance at the Committee Meeting held
				13.07.2024 23.11.2024
1.	Mr. Vishal Sharma	Independent Director	Chairman	Present Present
2.	Mr. Pankaj Lal Gupta	Independent Director	Member	Absent Present

3.	Mr. Tarun Anand	Independent Director	Member	Present	Present
4.	Mr. Jatinder Dev Seth	Managing Director	Member	Present	Present

The Company Secretary of the Company shall act as a Secretary to the Audit Committee. The Chairman of the Audit Committee shall attend the Annual General Meeting of your Company to answer shareholder queries, if any.

All the members of the Committee are financially literate persons having vast experience in the area of finance, accounts, strategy & management. The Chairperson of the Audit Committee is an Independent Director.

The Audit Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board in accordance with its powers as Part C of Schedule II of SEBI Listing Regulation, 2015 as amended and the Companies Act, 2013 or any other power and responsibilities as may be designated by the board of directors from time to time.

Terms of reference: The terms of reference and scope of the Audit Committee, inter-alia, include the following:

- The recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Examination and reviewing of the financial statement and the auditors' report thereon before submission to the board for approval, with particular reference to:
 - Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause of Sub-Section (3) of Section 134 of the Act;
 - Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of audit findings;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions;
 - Qualifications in the draft audit report
- Examination and reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Monitoring the end use of funds raised through public offers and related matters;
- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors of any significant findings and follow up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- Review, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the issue document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Approve payment to statutory auditors for any other services rendered by the statutory auditors;
- Look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;
- Approval of appointment of Chief Financial Officer (i.e., the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. Of the candidate;
- Oversee the procedures and processes established to attend to issues relating to the maintenance of books of accounts, administrations procedures, transactions and other matters having a bearing on the financial position of your company, whether raised by the auditors or by any other person;
- Act as a compliance committee to discuss the level of compliance in your Company and any associated risks and to monitor and report to the Board on any significant compliance breaches;

- (Reviewing the Management discussion and analysis of financial position and results of operations;
- Reviewing the Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Reviewing the Internal audit reports relating to internal control weaknesses;
- Reviewing the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee;
- Reviewing the functioning of the Whistle Blower mechanism;
- Reviewing/ redressal of complaint/s under the Sexual Harassment of Women at Workplace (Prohibition, Prevention & Redressal) Act, 2013;
- Subject to and conditional upon approval of your Board, approval of related party transactions or subsequent modifications thereto. Such approval can be in the form of omnibus approval of related party transactions, subject to conditions not inconsistent with the conditions specified in Regulation 23(2) and Regulation 23(3) of the SEBI LODR Regulations;
- Establishment of a vigil mechanism for directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy in such manner as may be prescribed, which shall also provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases;
- Review the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;
- Such other functions/ activities as may be assigned/ delegated from time to time by the Board of Directors of the Company and/ or pursuant to the provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and SEBI Listing Regulations.

Meetings:

During the financial year 2024-25, two meetings of the Committee were held.

B. Nomination and Remuneration Committee

The Company has constituted the Nomination and Remuneration Committee vide resolution passed in the meeting of Board of Directors held on 21st June, 2024 as per the applicable provisions of the Section 178 of the Companies Act, 2013, Schedule V and other applicable provisions of Companies Act, 2013 read with rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and applicable clauses of SEBI Listing Regulations (as amended).

The detail of the composition of the Nomination and Remuneration Committee along with their meetings held/attended is as follows:

S. No.	Name of Members	Category	Designation	Attendance at the Committee Meeting held 13.07.2024
1.	Mr. Vishal Sharma	Independent Director	Chairman	Present
2.	Mr. Pankaj Lal Gupta	Independent Director	Member	Absent
3.	Mr. Niraj Rajpal	Non – Executive Director	Member	Present

The Committee comprises of non-executive directors with majority of independent directors. The Chairman of the Committee is an independent director.

The Company Secretary of your Company shall act as a Secretary to the Nomination and Remuneration Committee.

Terms of reference : The terms of reference of the Nomination and Remuneration Committee, inter-alia, include the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal and shall carry out evaluation of every director's performance;
- Determining, reviewing and recommending to the Board, the remuneration of the Company's Managing/ Joint Managing/ Deputy Managing/ Whole time/ Executive Director(s), including all elements of remuneration package;

- To ensure that the relationship of remuneration to perform is clear and meets appropriate performance benchmarks.
- Formulating, implementing, supervising and administering the terms and conditions of the Employee Stock Option Scheme, Employee Stock Purchase Scheme, whether present or prospective, pursuant to the applicable statutory/regulatory guidelines;
- Carrying out any other functions as authorized by the Board from time to time or as enforced by statutory/ regulatory authorities;
- Formulating and recommending to the Board of Directors for its approval and also to review from time to time, a nomination and remuneration policy or processes, as may be required pursuant to the provisions of the Companies; and
- Engaging the services of any consultant/professional or other agency for the purpose of recommending compensation structure / policy.
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

Meetings:

During the financial year 2024-25, one meeting of the Committee was held.

C. Stakeholders Relationship Committee

The Company has constituted the Stakeholders Relationship Committee vide resolution passed in the meeting of Board of Directors held on 21st June, 2024 as per the applicable provisions of the Section 178 sub section (5) of the Companies Act, 2013 read with rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and applicable clauses of SEBI Listing Regulations (as amended).

The detail of the composition of the Stakeholders Relationship Committee along with their meetings held/attended is as follows:

S. No.	Name of Members	Category	Designation	Attendance at the Committee Meeting held 06.03.2025
1.	Mr. Niraj Rajpal	Non-Executive Director	Chairman	Present
2.	Mr. Tarun Anand	Independent Director	Member	Present
3.	Ms. Bhawna Seth	Whole-time Director	Member	Present
4.	Mr. Jatinder Dev Seth	Managing Director	Member	Present

The Company Secretary of your Company shall act as a Secretary to the Stakeholders Relationship Committee.

The details of the investor's complaints received and resolved during the financial year 2024-25 are as follows:

No. of complaints pending as on 01st April, 2024	Nil
No. of complaints received during the financial year	2
No. of complaints resolved during the financial year	2
No. of complaints pending as on 31st March, 2025	Nil

Terms of reference: The terms of reference of the Stakeholders' Relationship Committee, inter-alia, include the following:

- The Stakeholders Relationship Committee shall oversee all matters pertaining to investors of your Company.
- Considering and resolving the grievance of security holders of the Company including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends;
- Monitoring transfers, transmissions, dematerialization, rematerialization, splitting and consolidation of Equity Shares and other securities issued by your Company, including review of cases for refusal of transfer / transmission of shares and debentures;
- Reference to statutory and regulatory authorities regarding investor grievances;
- To otherwise ensure proper and timely attendance and redressal of investor queries and grievances;
- Such other functions / activities as may be assigned / delegated from time to time by the Board of Directors of the Company and/or pursuant to the provisions of the Act read with SEBI Listing Regulations.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Meetings:

During the financial year 2024-25, one meeting of the Committee was held.

General Meeting / Postal Ballot

During the financial year ended 31st March, 2025, apart from AGM of the Company held on 08th July, 2024, the Company had sought approval of the shareholders through the following Extra Ordinary General Meeting:

- a. Extra Ordinary General Meeting dated 11th May, 2024 for seeking approval of the shareholders for -
 - i. Increase in Authorized Share Capital and Alteration of Memorandum of Association
 - ii. Approval for Issue and Allotment of Equity Shares on Preferential Basis through Private Placement
 - iii. Appointment of Statutory Auditor in Casual Vacancy
 - iv. Appointment of Mr. Pankaj Lal Gupta as an Independent Director
 - v. Appointment of Mr. Tarun Anand as an Independent Director
 - vi. Appointment of Mr. Vishal Sharma as an Independent Director
 - vii. Conversion from Private Limited Company into Public Limited Company
 - viii. Modification in the Memorandum of Association
 - ix. Adoption of a new set of Articles of Association
- b. No postal ballot was conducted during the financial year 2024-25.

Nomination and Remuneration Policy

Pursuant to the provisions of Section 178(3) of the Act, Regulation 19(4) of SEBI Listing Regulations and as per the recommendations of NRC, the Board has adopted a policy for appointment and remuneration of the Directors, Key Managerial Personnel, Senior Management Personnel and other employees of the Company. The compensation and packages of the aforesaid persons are designed in terms of remuneration policy framed by the NRC. The remuneration policy of your Company may be accessed on the Company's website at the link: https://purpleunited.in/media/wysiwyg/investor/policy_for_nomination.pdf.

Weblink of Annual Return

As required pursuant to Section 134 and 92(3) of the Act, the Annual Return of the Company for the financial year ended on 31st March, 2025 is available on the Company's website and can be viewed at: <https://purpleunited.in/investors#financials>.

Related Party Transactions

All contracts / arrangements / transactions entered by the Company with Related Parties during the year under review were in ordinary course of Business and at arm's length basis. As per the provisions of Section 177 of the Act and Rules made thereunder read with Regulation 23 of the SEBI Listing Regulations, your Company had obtained approval of the Audit Committee under omnibus approval route and / or under specific agenda items for entering into such transactions.

All the related parties transaction are in compliance with the Accounting Standards issued by ICAI and further details are mentioned in the notes of the Financial Statements.

The Company has not entered into any material related party transactions during the year under review. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in the prescribed Form AOC-2 is not applicable.

Your Directors draw attention of the members to notes to the financial statements which inter-alia set out related party disclosures as required under Accounting Standard – 18 (AS-18) "Related Party Disclosures" notified under Rule 7 of the Companies (Accounts) Rules, 2014 have been provided in the Notes forming part of the Financial Statements. As per the provisions of the Section 188 of the Act and Regulation 23 of SEBI Listing Regulations, your Company has formulated a policy on Related Party Transactions which is available on Company's website at the link https://purpleunited.in/media/wysiwyg/investor/policy_on_materiality.pdf. The policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and the Related Parties.

Particulars of Employees and Related disclosures

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("Managerial Personnel Rules") are provided in the prescribed format and annexed herewith as Annexure - II to this Report.

During the financial year under review, there was no employee whose remuneration was in excess of the limits prescribed under Rules 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

Particulars of Loans, Guarantees or Investments

The particulars of loans and guarantees given, security provided and investments made, if any, covered under the provisions of Section 186 of the Act have been disclosed in the notes to the Financial Statements forming part of the Annual Report.

Material changes and commitments, if any, affecting the financial position of the Company

As required under Section 134(3) of the Act, the Board of Directors inform the members that during the financial year under review, there have been no material changes, except as disclosed elsewhere in the Annual Report:

- in the nature of Company's business;
- in the Company's subsidiaries or in the nature of business carried out by them; and
- in the classes of business in which the Company has an interest.

Further, except as disclosed elsewhere in the Annual Report, there have been no material changes and commitments which can affect the financial position of the Company between the end of the financial year and the date of this Report.

Secretarial Standards

The Directors state that applicable Secretarial Standards, i.e., SS-1 and SS-2, issued by The Institute of Company Secretaries of India relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively have been duly followed by the Company, during the year under review.

Directors' Responsibility Statement

Pursuant to the requirement under Section 134(5) of the Act with respect to directors' responsibility statement, it is hereby confirmed that:

- a. in the preparation of the annual accounts for the financial year ended 31st March, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. the directors have 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 as at 31st March, 2025 and of the profit /loss of the Company for the year ended 31st March, 2025;
- c. the directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- d. the directors have prepared the annual accounts on a going concern basis;
- e. the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Listing and Depository Fees

The Equity Shares of the Company were listed on National Stock Exchange SME platform “**NSE EMERGE**” on 18th December 2024. The requisite annual listing fees for the financial year 2024-25 have been paid to the National Stock Exchange of India Limited (“NSE”) according to the prescribed norms and regulations. The Company has also paid Annual Custody / Issuer fee to both Depositories based on invoices received from the Depositories and there is no outstanding payment as on date.

Dematerialisation of Shares

During the financial year under review, the Company has entered into tripartite agreement for dematerialization of equity shares with the KFin Technologies Limited, National Securities Depository Limited and Central Depository Services (India) Limited. As on 31st March, 2025, the share of the Company held in demat form represents 100% of the total Issued and Paid up Capital of the Company

The Equity Shares of the Company has the electronic connectivity under ISIN No. INE0P5R01014 and M/s. KFin Technologies Limited act as the Registrar and Share Transfer Agent of the Company.

Report on Corporate Governance

Your Company is committed to upholding the highest standards of corporate governance, ensuring compliance with the principles of good governance, and maintaining a robust framework that promotes transparency, accountability, and integrity in all the operations. Board’s commitment to these principles reinforces their dedication to acting in the best interest of the stakeholders.

In accordance with Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation(2) of Regulation 46, as well as Para C, D, and E of Schedule V, is not applicable to listed entities that have their specified securities listed on the SME Exchange.

Therefore, the requirement to file a Corporate Governance Report with the Stock Exchange does not apply to the Company for the financial year 2024-25.

Non-Applicability of the Indian Accounting Standards

As per Provision to regulation Rule 4(1) of the companies (Indian Accounting Standards) Rules, 2015 notified vide Notification No. G.S.R 111 (E) on 16th February, 2015, Companies whose shares are listed on SME exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the compulsory requirements of adoption of IND-AS w.e.f. 01st April, 2017.

As your Company is also listed on Emerge Platform of NSE Limited, is covered under the exempted category and is not required to comply with IND-AS for preparation of financial statements beginning with period on or after 01st April, 2017.

Reporting Period

The Financial Information is reported for the period 01st April, 2024 to 31st March, 2025. Some parts of the Non-Financial Information included in this Board’s Report are provided as of the date of this Report.

Management Discussion and Analysis Report

Management Discussion and Analysis Report for the financial year 2024-25, as required pursuant to Regulation 34, is presented in a separate section and forms an integral part of the Annual Report. It speaks about the overall industry structure, global and domestic economic scenarios, developments in business operations / performance of the Company, internal controls and their adequacy, risk management systems and other material developments during the financial year 2024-25.

Business Responsibility and Sustainability Report

In accordance with provisions of Regulation 34(2) (f) of SEBI Listing Regulations the Company being SME listed, requirement of Business Responsibility and Sustainability Report is not applicable to the Company.

Corporate Social Responsibility (“CSR”)

Pursuant to the provisions of Section 135(1) of the Companies Act, 2013, the provisions related to Corporate Social Responsibility (CSR) are applicable on companies 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.

Based on the financial statements of the Company for the Financial Year ended 31st March, 2025, the provisions of Section 135 of the Companies Act, 2013, have become applicable to the Company for the first time.

In compliance with the said provisions, the Board of Directors at its meeting held on 27th August, 2025, has duly constituted the Corporate Social Responsibility (CSR) Committee. The composition of the CSR Committee is as follows:

S. No.	Name of Members	Category	Designation
1.	Mr. Vishal Sharma	Independent Director	Chairman
2.	Mr. Jatinder Dev Seth	Managing Director	Member
3.	Ms. Bhawna Seth	Whole-time Director	Member

The Company adopted CSR Policy on 27th August, 2025, identifying suitable projects for implementation in compliance with applicable legal provisions. The required CSR expenditure shall be incurred in the Financial Year 2025-26, based on the average net profits of the three immediately preceding financial years.

Cost Audit / Cost Records

The company is not required to maintain Cost Records as specified u/s 148(1) of the Companies Act, 2013 read with the applicable rules thereon for the Financial Year 2024-25. Hence the clause is not applicable to the Company.

Vigil Mechanism / Whistle Blower Policy

Pursuant to the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 9A of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, your Company has a Vigil Mechanism / Whistle Blower Policy for directors, employees and business associates to report genuine concerns regarding any unethical behavior or wrongful conduct and to enable employees to report instances of leak of unpublished price sensitive information. This Policy is available on the website of the Company and can be accessed at https://purpleunited.in/media/wysiwyg/investor/policy_for_vigil.pdf.

The Policy provides for adequate safeguards against victimization of whistle blower who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases.

Your Company hereby affirms that no director / employee has been denied access to the Chairman of the Audit Committee and that no complaint has been received during the year under review.

Policy on Prevention of Sexual Harassment at Workplace

To foster a positive workplace environment free from harassment of any nature, your Company has in place a Policy on prevention of sexual harassment at workplace in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“POSH Act”). The Policy aims at prevention of harassment of women employees and guarantees non-retaliation to complainants. Your Company has constituted an Internal Compliance Committee under the POSH Act for dealing with the complaint, if any, relating to sexual harassment of women at workplace.

Further, in terms of the provisions of the SEBI Listing Regulations, the details in relation to the POSH Act, for the financial year ended on 31st March, 2025 are as under:

- Number of complaints pertaining to sexual harassment filed during the financial year: NIL
- Number of complaints pertaining to sexual harassment disposed off during the financial year: NIL
- Number of complaints pertaining to sexual harassment pending as at the end of the financial year: NIL

Compliance with Maternity Benefit Act, 1961

In compliance with Rule 8(5)(xiii) of the Companies (Accounts) Rules, 2014, as inserted by the Companies (Accounts) Second Amendment Rules, 2025, notified by the Ministry of Corporate Affairs on 30th May, 2025 and effective from 14th July, 2025, the Board of Directors confirms that the Company has duly complied with the provisions of the Maternity Benefit Act, 1961 during the financial year under review.

Insolvency and Bankruptcy Code, 2016

During the financial year under review, no application has been admitted against the Company under Insolvency and Bankruptcy Code, 2016.

Policy for Prevention of Insider Trading:

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 came into effect from 15th January, 2015 to put in place a framework for prohibition of insider trading in securities and to strengthen the legal framework thereof. Pursuant to Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and adopted the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code of Fair Disclosure") of the Company. The Code of Fair Disclosure is available on the website of the Company https://purpleunited.in/media/wysiwyg/investor/code_of_practices.pdf.

Further, pursuant to Regulation 9 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and adopted a Policy for Code of Conduct to Regulate, Monitor & Report the Trading by Designated Persons and their Immediate Relatives. The Policy lays down guidelines and procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautioning them on the consequence of non-compliance. The Company Secretary has been appointed as a Compliance Officer and is responsible for monitoring adherence to the Code. The code of conduct to Regulate, Monitor and Report Trading by Designated Persons and their Immediate Relatives is also available on the website of the Company https://purpleunited.in/media/wysiwyg/investor/code_of_conduct.pdf.

Green Initiatives

Electronic copies of the Annual Report 2024-25 and the notice of the 11th AGM are being sent to all members whose email addresses are registered with the Company / Depository Participant(s). The Members holding shares who have not registered their email addresses with the Company and who wish to receive the Annual Report for the year 2024-25 can now register their e-mail addresses with the Company. For this purpose, they can send scanned copy of signed request letter mentioning folio number, complete address and the email address to be registered along with self-attested copy of the PAN Card and any document supporting the registered address of the Member, by email to the Company cs@purpleunited.in.

Acknowledgements

Your Directors wish to express their grateful appreciation for the valuable support and co-operation received from the shareholders, investors, financial institutions, banks / other lenders, customers, vendors and other business associates during the financial year. Your Directors also place on record their appreciation for the contribution made by the employees at all levels. Continuous operation has been made possible due to their hard work, solidarity, cooperation and support. Your Directors would also like to express their gratitude to the Government of India and government agencies for their support and look forward to their continued support in the future.

For and on behalf of the Board of Directors

Place: Noida
Date: 27th August, 2025

Jatinder Dev Seth
Managing Director
DIN: 06944942

Bhawna Seth
Whole-time Director
DIN: 07385656

Annexure - I to Director's Report

Secretarial Audit Report

For The Financial Year Ended 31st March, 2025

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

To,
The Members,
Purple United Sales Limited
(Formerly Known as Purple United Sales Private Limited)
CIN: U51909DL2014PLC271636
Registered Office: Khasra No. 55/14 & 55/15,
Near Rani Khera Road, Mundka, Delhi - 110041

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Purple United Sales Limited (Formerly Known as Purple United Sales Private Limited) having CIN- U51909DL2014PLC271636 (hereinafter referred as "the Company") for the financial year ended 31st March, 2025 ("Audit Period"). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances of the Company 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, the explanations and clarifications given to me and representations made by the Management, I hereby report that in my opinion, the Company has, during the Audit Period 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, 2025 according to the provisions of the following list of laws and regulations:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - c. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - d. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - e. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
 - f. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – No events / actions occurred during the Audit Period covered under the purview of this regulation.
 - g. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 – No events / actions occurred during the Audit Period covered under the purview of this regulation;
 - h. 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;
 - i. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; – No events / actions occurred during the Audit Period cover under the purview of this regulation; and
 - j. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; – No events / actions occurred during the Audit Period covered under the purview of this regulation;

6. Other specifically applicable laws to the Company:

In addition to above, I have taken into account the representations of the Company and its officers regarding the systems and controls established to ensure compliance with other specifically applicable laws. These include, but are not limited to, the Employees' State Insurance Act, 1948; the Employees' Provident Funds and Miscellaneous Provisions Act, 1952; and other laws specifically applicable to the Company.

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

1. Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI).
2. The Listing Agreement entered into by the Company with National Stock Exchange of India Ltd (NSE) in respect of listing of equity shares of the Company on NSE EMERGE Platform.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the fact that certain forms/ returns required to be filed under the Act have been filed late with the payment of applicable additional fees. The Securities of the Company got listed on the National Stock Exchange (NSE) under SME category w.e.f. 18th December, 2024 and the Company submitted a Change Request Form (CRF) on 02nd April, 2025 vide SRN AB2934293 to update its Corporate Identification Number (CIN) by replacing the prefix 'U' (Unlisted) with 'L' (Listed). However, this change will be automatically reflected upon the filing of the Company's Annual Return in Form MGT-7.

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 for the meetings of the Board and Committees, agenda and detailed notes on agenda were sent at least seven days in advance(except in some cases at shorter notice), 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 by the directors.

All Decisions at the meetings of the Board of Directors/ Committees of the Company were carried unanimously.

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, there were following specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.:

Conducted the Extra-Ordinary General meeting on Saturday, 11th May, 2024 at 11:00 A.M. at the Registered Office of the Company at Khasra No. 55/14 & 55/15, Near Rani Khara Road, Mundka, Delhi – 110041 to pass resolution as follows:

1. The Company increased its Authorized Share capital from Rs. 7,00,00,000/- (Rupees Seven Crores Only) divided into 70,00,000 (Seventy Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) each to Rs. 11,00,00,000 (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each as approved by the members through ordinary resolution passed at their Extra-ordinary General Meeting (EGM) held on 11th May, 2024.
2. Issued and Allotted 3,93,200 (Three Lakhs Ninety Three Thousand and Two Hundred) equity shares of the Company of the face value of Rs. 10/- (Rupees Ten only) each ("Equity Shares") at a price of Rs. 82/- (Rupees Eighty Two only), which includes a premium of Rs. 72/- (Rupees Seventy Two only) per Equity Share, aggregating to Rs. 3,22,42,400/- (Rupees Three Crores Twenty Two Lakhs Forty Two Thousand and Four Hundred only), on Preferential Basis through Private Placementas approved by the members throughspecial resolution passed at their Extra-ordinary General Meeting (EGM) held on 11th May, 2024.
3. The Company was converted into Public Limited Company and consequently name of company was changed from "Purple United Sales Private Limited" to "Purple United Sales Limited" vide Special resolution passed by the Shareholders at the Extra Ordinary General Meeting held on 11th May, 2024 and a fresh certificate of incorporation was issued by the Ministry of Corporate Affairs on 20th June, 2024.

4. Initial Public Offering (IPO) of 26,04,000 equity shares of the face value of Rs.10/- each at an issue price of Rs.126/- per share including a share premium of Rs.116/- Per share and consequent listing of equity shares of the company on "EMERGE" Platform of National Stock Exchange of India Limited ("NSE EMERGE"), in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 with effect from 18th December, 2024.

For Brajesh Kumar & Associates

Place: New Delhi
Date: 08/07/2025

UDIN: F006965G000734846

Brajesh Kumar
Proprietor
Practising Company Secretary
M. No. F6965 | CP: 7497
PR: 5461/2024
UIN: S2007DE093900

Note: This report is to be read with my letter of even date which is annexed as "Annexure-A" and forms an integral part of this report

“Annexure-A”

To,
The Members,
Purple United Sales Limited
(Formerly Known as Purple United Sales Private Limited)
CIN:U51909DL2014PLC271636
Registered Office: Khasra No. 55/14 & 55/15,
Near Rani Khera Road, Mundka, Delhi - 110041

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

- 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.
- I have followed the audit practices and processes 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 processes and practices, we followed provide a reasonable basis for our opinion.
- I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi
Date: 08/07/2025

For Brajesh Kumar & Associates

UDIN: F006965G000734846
Brajesh Kumar
Proprietor
Practising Company Secretary
M. No. F6965 | CP: 7497
PR: 5461/2024
UIN: S2007DE093900

Annexure - II to Director's Report

Details of remuneration under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2025

S. No.	Particulars	Details												
I.	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2024-25	<p>The Ratio of Remuneration of each Directors to the Median Remuneration of employees is mentioned below</p> <table><tr><th>S. No.</th><th>Name of Director</th><th>Designation</th><th>Ratio of Remuneration</th></tr><tr><td>1</td><td>Mr. Jatinder Dev Seth</td><td>Managing Director</td><td>64.35:1</td></tr><tr><td>2</td><td>Ms. Bhawna Seth</td><td>Whole-time Director</td><td>64.35:1</td></tr></table> <p>Notes:</p> <ol style="list-style-type: none">Sitting fees paid to the Non-Executive Independent Directors and Non-Executive Director have not been considered under this clause.For calculation of median remuneration overall payout is considered which includes basic salary, allowances, contribution towards provident fund, statutory bonus and excludes gratuity and leave encashment.	S. No.	Name of Director	Designation	Ratio of Remuneration	1	Mr. Jatinder Dev Seth	Managing Director	64.35:1	2	Ms. Bhawna Seth	Whole-time Director	64.35:1
S. No.	Name of Director	Designation	Ratio of Remuneration											
1	Mr. Jatinder Dev Seth	Managing Director	64.35:1											
2	Ms. Bhawna Seth	Whole-time Director	64.35:1											
II.	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2024-25	<table><tr><th>Name of the Director & KMP</th><th>% increase in remuneration</th></tr><tr><td>Mr. Jatinder Dev Seth (Managing Director)</td><td>11.11%</td></tr><tr><td>Ms. Bhawna Seth (Whole-time Director)</td><td>11.11%</td></tr><tr><td>Mr. Naresh Kumar (Chief Financial Officer) (Appointed to be Chief Financial Officer w.e.f. 01st May, 2024)</td><td>Not Comparable (Since information for FY 2024-25 was for part of the year, same is not comparable)</td></tr><tr><td>Mr. Vishnu Kumar (Company Secretary) (Appointed to be Company Secretary w.e.f. 20th May, 2024 and Ceased w.e.f. 21st May, 2025)</td><td>Not Comparable (Since information for FY 2024-25 was for part of the year, same is not comparable)</td></tr></table> <p>Note: While calculating remuneration total cost to the Company is considered, which includes basic salary, allowances, contribution towards provident fund, statutory bonus, performance linked variable pay and excludes gratuity and leave encashment.</p>	Name of the Director & KMP	% increase in remuneration	Mr. Jatinder Dev Seth (Managing Director)	11.11%	Ms. Bhawna Seth (Whole-time Director)	11.11%	Mr. Naresh Kumar (Chief Financial Officer) (Appointed to be Chief Financial Officer w.e.f. 01 st May, 2024)	Not Comparable (Since information for FY 2024-25 was for part of the year, same is not comparable)	Mr. Vishnu Kumar (Company Secretary) (Appointed to be Company Secretary w.e.f. 20 th May, 2024 and Ceased w.e.f. 21 st May, 2025)	Not Comparable (Since information for FY 2024-25 was for part of the year, same is not comparable)		
Name of the Director & KMP	% increase in remuneration													
Mr. Jatinder Dev Seth (Managing Director)	11.11%													
Ms. Bhawna Seth (Whole-time Director)	11.11%													
Mr. Naresh Kumar (Chief Financial Officer) (Appointed to be Chief Financial Officer w.e.f. 01 st May, 2024)	Not Comparable (Since information for FY 2024-25 was for part of the year, same is not comparable)													
Mr. Vishnu Kumar (Company Secretary) (Appointed to be Company Secretary w.e.f. 20 th May, 2024 and Ceased w.e.f. 21 st May, 2025)	Not Comparable (Since information for FY 2024-25 was for part of the year, same is not comparable)													
III.	The percentage increase in median remuneration of employees in the financial year 2024-25	<p>In FY 2024-25, the organization experienced robust growth, marked by an 85% increase in headcount, primarily through the onboarding of early-career and operational talent to support business expansion across multiple locations. This strategic hiring at foundational levels has contributed to a realignment in the overall salary structure, resulting in a moderated median salary as compared to the previous year. This shift reflects our commitment to sustainable workforce planning, cost optimization, and the development of an internal talent pipeline that will serve as a strong foundation for future leadership and operational excellence.</p> <p>Note: For calculation of median remuneration overall payout is considered which includes basic salary, allowances, contribution towards provident fund, statutory bonus and excludes gratuity and leave encashment</p>												
IV.	The number of permanent employees on the rolls of the company	321 Employees as on 31 st March, 2025												
V.	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	<p>The average percentile increase made in the salaries of employees other than the managerial personnel was 8.86%. The average increase of 11.11% in the managerial remuneration.</p> <p>Note: While calculating remuneration, total cost to the Company is considered, which includes basic salary, allowances, contribution towards provident fund, statutory bonus, performance linked variable pay, and excludes gratuity and leave encashment.</p>												
VI.	Affirmation that the remuneration is as per the remuneration policy of the company	It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Nomination and Remuneration Policy of your Company.												

For and on behalf of the Board of Directors

Place: Noida
Date: 27th August, 2025

Jatinder Dev Seth Managing Director DIN: 06944942	Bhawna Seth Whole-time Director DIN: 07385656
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Management Discussion and Analysis

INDUSTRY STRUCTURE & DEVELOPMENTS

The Indian textiles and apparel market is projected to grow at a compound annual growth rate (CAGR) of 10%, reaching a value of USD 350 billion by 2030. India holds the position of the world's third-largest exporter of textiles and apparel, ranking among the top five global exporters in various textile categories, with exports projected to reach USD 100 billion by 2025.



The textiles and apparel industry contributes approximately 2.3% to the country's gross domestic product (GDP), 13% to industrial production, and 12% to total exports. It is forecasted that the textile sector in India will double its contribution to GDP, increasing from 2.3% to nearly 5% by the end of this decade.

The global apparel market is expected to grow at a CAGR of approximately 8%, reaching USD 2.37 trillion by 2030. Concurrently, the international textile and apparel trade is projected to expand at a CAGR of 4%, reaching USD 1.2 trillion by 2030.

India's home textile market is forecasted to grow at a CAGR of 8.9% from 2023 to 2032, increasing from USD 10.78 billion in 2023 to USD 23.32 billion by 2032. The Indian technical textiles market possesses substantial growth potential, with an anticipated growth rate of 10% and an increased penetration level of 9% to 10%. This positions India as the fifth-largest technical textiles market worldwide.

READYMADE GARMENT INDUSTRY IN INDIA

The macroeconomic environment in 2024-25 remained complex, shaped by evolving geopolitical developments across economies. However, in India, the economy remains fundamentally resilient. The Indian economy continues to stand out among large economies. The Reserve Bank of India has projected real GDP growth at 6.5% for 2025-26, maintaining the same rate as estimated for 2024-25. Structural drivers - a young population, urbanisation, and digital proliferation - are creating a dynamic consumption

base. The Readymade garment (RMG) industry in India constitutes a crucial sector that substantially contributes to the national economy. India ranks as one of the world's largest consumers and producers of cotton, covering an area of 12.5 million hectares, which accounts for 38% of the global cotton cultivation area. A significant proportion of the country's textile production is allocated to the RMG sector. Key manufacturing states, including Andhra Pradesh, Telangana, Haryana, Jharkhand, and Gujarat, play an essential role in this industry. Manufacturers emphasise innovative designs, high-quality fabrics, and cost-effectiveness to accommodate the evolving preferences of consumers, particularly in the rapidly expanding children's wear market.

India is a prominent participant in the global textile and apparel market, ranking as the second-largest producer of man-made fibre (MMF) after China and the third-largest exporter of textiles and apparel. The RMG industry significantly contributes to this achievement, with the children's wear segment being particularly dynamic. Increasing disposable incomes, a rising child population, and urbanisation trends drive this segment. Despite fluctuations due to broader market factors, the children's wear market continues to exhibit expansion and evolution, reflecting the dynamic nature of India's textile and apparel industry.

KEY PRODUCT SEGMENTS

The Indian readymade garment industry is a significant segment of the broader textile and apparel market. It offers a diverse range of products that cater to various consumer needs both domestically and internationally. This report

highlights the key product segments in the Indian readymade garment industry, focusing on their characteristics, market dynamics, and contributions to the economy.

Product Segment	Overview
Kids' Wear	<p>The kids' wear segment is a thriving market that effectively meets the clothing needs of infants, toddlers, and children up to the age of 14. This vibrant segment features a diverse range of products, including T-shirts, shorts, dresses, skirts, pants, school uniforms, and traditional attire.</p> <p>The demand for kids' wear is fueled by increasing birth rates, rising disposable incomes, and a heightened focus on children's fashion. Parents are decisively choosing branded and high-quality garments, reflecting their commitment to their children's style and comfort.</p> <p>As one of the fastest-growing segments in the retail industry, kids' wear offers substantial opportunities for expansion in both urban and rural markets. Retailers and brands are strategically targeting this demographic, recognising its immense potential for capturing the interest of young families.</p>
Denim Wear	<p>Denim wear is a highly popular category known for its versatility and appeal across various age groups. This segment encompasses a range of items, including jeans, jackets, shirts, skirts, and shorts. As a wardrobe staple around the world, denim's enduring demand stems from its durability, style, and comfort. The industry thrives on ongoing innovations in fabric technology and design, which keep the offerings fresh and appealing. Denim wear is not only a significant export product but also plays a crucial role in the domestic market, making a substantial contribution to the revenue and growth of the ready-to-wear garment sector.</p>
Activewear and Sportswear	<p>This segment includes clothing designed for physical activities and sports, responding to the growing interest in fitness and active lifestyles. It features t-shirts, track pants, shorts, leggings, sports bras, jackets, and specialised sports gear. The activewear and sportswear market is experiencing rapid growth as more people become health-conscious, enjoy sports, and adopt the athleisure trend. New technology in fabric and design is also driving growth in this segment. Activewear and sportswear are important areas of growth in the ready-made garment industry, attracting investment from both local and international brands.</p>

The Indian readymade garment industry is a diverse and dynamic sector that encompasses a wide range of clothing types, catering to various consumer needs. Each type of clothing plays a crucial role in the industry's growth, influenced by shifting fashion trends, rising incomes, and evolving consumer preferences. The industry's ability to innovate and adjust to market demands helps maintain its importance in both local and global markets.

ABOUT PURPLE UNITED

Founded in 2014 by Mr. Seth, Purple United Sales Limited is a premium fashion brand exclusively focused on kid's wear in India. Through Purple United Kids, the company offers high-quality, lab-tested apparel, footwear, accessories, and hard goods for children aged 0 to 14 years.

With a brand ethos cantered on celebrating childhood, Purple United prioritizes comfort, safety, and responsibility across its diverse product range. From infants to older kids, every offering is thoughtfully designed in vibrant colours and versatile styles to suit all occasions and seasons. Purple United remains committed to innovation, quality, and the 3Fs - Fun, Fashion, and Functionality - empowering children to express themselves and helping parents navigate fashion choices with ease and confidence.

PERFORMANCE

In the fiscal year 2024-25, Purple United Sales Limited delivered remarkable financial performance, driven by effective operational execution and robust market demand. Revenue from operations increased significantly to ₹10,312.75 Lakhs, more than doubling from ₹4,329.71 Lakhs in FY 2024, which reflects a year-on-year growth rate exceeding 138.19%. Additionally, profit before tax rose to ₹1,407.87 Lakhs, compared to ₹504.02 Lakhs in the preceding year, while net profit after tax demonstrated a substantial increase to ₹1,047.44 Lakhs, up from ₹422.98 Lakhs in FY 2024. Consequently, both basic and diluted earnings per share (EPS) improved to ₹13.59, in contrast to ₹8.44 in FY 2024, emphasising the company's enhanced profitability and value creation for shareholders.

In summary, FY 2024-25 represents a pivotal year for Purple United. The organisation achieved double the revenues and more than doubled its profits, successfully executed an initial public offering (IPO) with a premium listing, and exhibited robust operational execution and strong market confidence, all of which indicate favourable conditions for continued growth and advancement.

OUTLOOK

The global market for children's apparel is poised for steady growth as parents increasingly prioritise high-quality, durable, and fashionable clothing for their children. Rising disposable incomes, urbanisation, and growing awareness of brand quality are key drivers of demand. This segment

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The diverse range of offerings, which includes various costume types designed for specific occasions, seasons, age groups, and cultural contexts, enhances the appeal of these products to consumers. These dynamics are expected to contribute significantly to market growth during the projected period

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spans casual wear, sportswear, formal attire, and seasonal garments for infants, toddlers, and older children, with an accelerating shift toward organic and sustainable materials. Continuous innovation in design, functionality, and distribution channels, particularly through e-commerce, further positions the market for consistent expansion. In 2025, the global children's apparel market is projected to reach approximately USD 228,159.0 million, growing to around USD 420,310.5 million by 2035 at a CAGR of 6.3%. Similarly, the broader children's wear market, valued at USD 324.32 billion in 2024, is expected to grow at a CAGR of 5.3% through 2032, reaching nearly USD 490.23 billion.

In India, the kidswear industry is set to witness sustained growth, driven by a rising child population, evolving consumer preferences, and the continued shift towards organised retail. Parents are increasingly seeking products that balance comfort, safety, and design, with the premium segment showing strong momentum.

At Purple United Sales Limited, we are actively preparing to capture this opportunity. Our strategy includes expanding our network of Exclusive Brand Outlets (EBOs) in Tier 1 and Tier 2 cities, alongside strengthening our omni-channel presence across leading marketplaces and our direct-to-consumer platforms. To deepen customer engagement, we continue to invest in digital marketing, influencer collaborations, and experiential campaigns that foster emotional connection with families.

Operationally, our warehouse in Delhi NCR ensures stronger logistics, reduced lead times, and scalability across the country. Our product portfolio continues to evolve, with new categories, enhanced focus on existing categories and brand portfolio such as toothless, That's Her Style, That's His Style, Striders and Boltzy, reflecting our move towards becoming a holistic lifestyle brand for children.

Innovation remains a cornerstone of our growth. We are enhancing our design processes to align with global fashion trends while staying mindful of safety and sustainability. Upcoming collections will incorporate eco-conscious materials and mindful product lines, catering to the growing demand for responsible fashion. As we look ahead, Purple United is well-positioned to capitalise on industry growth through strategic expansion, efficient focus on supply chain, technology and enhanced customer experiences. With a clear vision and disciplined execution, we are confident in our ability to deliver long-term value to our stakeholders while shaping the future of kidswear in India.

KIDS WEAR MARKET DYNAMICS:

Increased disposable income and an expanding labour force are pivotal factors propelling market growth in the children's apparel sector. The rise in product customisation, innovation, and the affordability of children's clothing and footwear are instrumental in the global expansion of the kids' wear market.

Consumers are allocating more resources toward children's apparel, influenced by the necessity for product suitability with their child's skin and prevailing societal pressures. This trend is anticipated to further stimulate the kids' wear market in the foreseeable future. The growing impact of social media and celebrity endorsements on children and their parents has compelled the children's apparel industry to adapt and innovate in response to evolving trends.

Numerous brands are developing increasingly attractive products to capture the attention of parents. The diverse range of offerings, which includes various costume types designed for specific occasions, seasons, age groups, and cultural contexts, enhances the appeal of these products to consumers. These dynamics are expected to contribute significantly to market growth during the projected period.

Furthermore, consumer purchasing behaviour has shifted to reflect contemporary trends, with a heightened emphasis on appearance, particularly for children. This development presents substantial opportunities for brands to create more fashionable children's clothing across a wide array of styles. The industry has also embraced contemporary adult fashion trends, prioritising performance and comfort.

The growing global population of newborns is resulting in heightened demand for children's clothing, thereby increasing parental spending on clothing for their children. Additionally, the effectiveness of marketing children's apparel through social media platforms such as Facebook, YouTube, and Instagram is further enhancing product demand.

Nevertheless, rising costs for raw materials such as cotton, wool, and leather are leading to elevated prices for final products, consequently restraining overall market growth.

OPPORTUNITIES AND THREATS



Opportunities:

Kids Apparel Market Growth Factors

1. Growing Number of Newborn Babies to Favour Market Expansion

The growing number of newborns worldwide has increased the demand for children's apparel, leading parents to increase their spending on children's clothing. Significant progress has been made in reducing child mortality, which has had a positive impact on the market's growth. For instance, according to the World Bank, in 2021, 25% of the global population was under 15 years old. Furthermore, the availability of customised, branded, and premium kids' apparel is the current trend, further fueling the market growth.

2. Growing Demand for Branded Apparel to Fuel Market Progress

The demand for children's clothing has increased recently due to rapid changes in consumer lifestyles and a growing demand for branded apparel. Consumers are always willing to switch to new products and brands to get maximum satisfaction from using quality products. This has prompted clothing brands to make some strategic decisions regarding product pricing. These aspects are likely to influence the demand for children's apparel and are expected to drive the global market during the forecast period.

3. Growth in Sustainable Fashion, Smart Textiles, and E-Commerce Expansion

These challenges are met with a paradoxical openness towards the kids' apparel market for growth, where demand for sustainable kidswear, smart textiles, and online shopping proves promising. The shift toward organic cotton, bamboo-based fabrics, and recycled materials is driving eco-conscious trends in the apparel industry. Moreover, bright clothes implementing moisture-wicking, stain-resistant, and temperature-regulating features are becoming immense hits among parents seeking functional and durable clothing. E-commerce growth, artificial intelligence-powered personalised shopping and virtual try-ons are also on the rise, propelling direct-to-consumer (DTC) brands that can make kids' fashion more accessible, customisable and trend-focused.

4. Rising Disposable Incomes and Urbanisation

One of the primary drivers of the kids' apparel market in India is the rise in disposable incomes, particularly among the burgeoning middle class in urban and semi-urban areas. As more households attain higher purchasing power, parents are increasingly willing to spend more on children's clothing, not just for necessity but also for style and quality. Urbanisation plays a pivotal role in shaping this trend, as families migrate to cities with better job opportunities, which often leads to a shift in lifestyle preferences. In metropolitan areas, exposure to global fashion trends and access to modern retail formats have changed how Indian consumers view children's clothing. Instead of buying just functional

attire, there is a growing preference for fashionable, occasion-based, and branded apparel for kids. This shift has encouraged both domestic and international players to diversify their offerings and tap into this lucrative segment. The growing economic independence of dual-income households also means higher spending across various categories, including premium children's wear, festive clothing, and customised designs. As India continues on its path of economic development and urban transformation, this trend is expected to intensify further, creating sustained demand for children's apparel across all income brackets.

5. Growing Awareness of Fashion and Brand Consciousness Among Parents

Modern Indian parents are becoming increasingly fashion-conscious, not just for themselves but also for their children. The cultural shift toward expressing individuality and personality through clothing has also infiltrated the children's segment. As a result, there's a growing demand for trendy, themed, and designer kidswear inspired by global fashion and celebrity culture. Parents today are more informed and exposed to global lifestyle trends through social media platforms such as Instagram, Pinterest, and YouTube. Influencers and parenting bloggers showcasing stylish outfits for kids have further heightened expectations around how children should be dressed. The proliferation of fashion-focused campaigns, children's fashion weeks, and brand advertisements has created a sense of aspiration among parents to purchase premium and branded clothing for their children. Apparel is increasingly seen as a reflection of a child's personality and upbringing, prompting parents to invest in curated looks and high-quality clothing. This rise in fashion awareness, coupled with an emotional desire to provide the best for their children, is a strong driver of market expansion.

“Urbanisation plays a pivotal role in shaping this trend, as families migrate to cities with better job opportunities, which often leads to a shift in lifestyle preferences.”

6. Omnichannel Retailing and the Expansion of E-commerce

Omnichannel retailing has emerged as a powerful trend reshaping the shopping experience in India's kids' apparel market. Today's parents are seeking a seamless blend of online and offline shopping, where convenience, variety, and product assurance are key factors in their purchasing decisions. While brick-and-mortar stores still dominate in many regions, e-commerce platforms have made significant strides, particularly among tech-savvy urban families. Leading platforms like FirstCry, Amazon, and Flipkart have become popular destinations for kids' clothing due to their extensive product ranges, easy return policies, and regular discounts.

At the same time, many traditional retailers are adopting an omnichannel approach, allowing customers to browse online, check stock availability at nearby stores, or schedule in-store pickups. This integration enhances the shopping experience by catering to various consumer preferences. Features such as virtual try-ons, AI-based recommendations, video consultations, and flexible payment options are further enriching the digital shopping experience.

The COVID-19 pandemic also served as a catalyst, encouraging even cautious buyers to explore online shopping for children's essentials, a trend that largely continues today. As digital infrastructure improves across India and mobile-first commerce expands, omnichannel strategies will become increasingly vital for brands aiming to grow their market presence and provide a consistent consumer experience.

Threats:

1. Volatility in Prices of Raw Materials to Hamper Product Sales

Fluctuations in the price of raw materials, such as cotton, which is used in the manufacturing of children's clothing, can hinder market growth. Fluctuations in yarn prices are expected to persist as demand for cotton remains high in the global market. Since the onset of the pandemic, the biggest obstacle for the yarn industry has been price rise, which disrupted the textile value chain and impacted the final price of apparel products.

2. Fast-Changing Fashion Trends, High Production Costs, and Sustainability Concerns

Several factors challenge the global Kids Apparel Market, as fashion trends change rapidly and demand is also seasonal. Compared to adults', kids' apparel also has a much faster turnover rate, which means many brands need to regularly update their collections to keep up with parental tastes, cultural trends, and celebrity influence.

Another hurdle to producing stylish children's clothing is the cost, as organic fabrics, hypoallergenic materials, and safety-tested dyes are increasingly sought after, which makes production and compliance expensive. Additionally, as sustainability concerns grow, so does the pressure on brands to implement sustainable sourcing, use biodegradable fabrics, and employ fair-trade labour practices, as parents, especially, look for eco-friendly, ethically produced clothing.

3. Intense Competition from Unorganised and Local Players

Despite the growing presence of organised retail and e-commerce in India, the kids' apparel segment remains heavily influenced by unorganised and local players. These smaller vendors operate with lower overheads and supply low-cost garments that appeal to cost-conscious buyers in rural and semi-urban areas. The informal sector often capitalises on its agility and deep understanding of local market demands, making it difficult for larger or more structured players to compete solely on price or volume. These vendors often do not invest in branding, marketing, or standardised quality checks; yet, they manage to attract large customer bases due to their affordability and convenience. Moreover, counterfeit versions of popular kidswear brands also circulate in the market, diluting brand value and confusing customers. For established companies, this fragmented competitive landscape poses a challenge in maintaining brand

differentiation and customer loyalty. New entrants also face difficulties in gaining market share when competing against a deeply entrenched local ecosystem. To overcome this, brands need to invest significantly in market education, trust-building, and unique value propositions, which often require time and capital that smaller companies may struggle to deploy effectively.

4. Inventory Management Issues

Another critical challenge in the Indian kids' apparel market is managing an efficient and responsive supply chain that can meet dynamic demand patterns. Kidswear, unlike adult clothing, requires more frequent design changes, seasonal launches, and rapid turnaround times due to changing tastes, age-specific sizing, and the influence of fast fashion. However, apparel brands struggle with inventory forecasting, resulting in overproduction or understocking of specific designs and sizes. Holding excess inventory becomes a liability, especially since children quickly outgrow sizes, and fashion trends shift rapidly, making leftover stock difficult to liquidate. On the other hand, stockouts can lead to lost sales and customer dissatisfaction. These challenges are compounded by India's vast and varied geography, which makes distribution, logistics, and warehousing more complex and costly. Small- and medium-sized enterprises, in particular, face difficulties in adopting advanced inventory management systems or predictive analytics tools due to limited resources.



RISK AND CONCERNS

The readymade cloth industry is particularly labour-intensive. The sector faces challenges with labour availability throughout the value chain. Furthermore, rigid employment rules and rising wages are a hurdle. High fabric prices can lead to increased working capital requirements, lower credit metrics, and pressure on profitability. The company faces many risks, including economic downturns, quality issues, workforce availability, competitiveness, and technological advancements.

HR INITIATIVES

At Purple United Sales Limited (the Company), our people remain the driving force of our growth and innovation. We practice a people-first approach, aligning business goals with a culture that is inclusive, agile, and purpose-driven.

As the world of work continues to evolve - shaped by shifting demographics, global dynamics, and new ways of collaboration - our focus remains on creating a workplace where employees feel empowered, engaged, and aligned with the larger organizational vision. We continue to nurture an environment where collaboration thrives, creativity is celebrated, and every voice matters. Through this, we aim to enhance our Employee Value Proposition and build a truly Great Place to Work.



1. Organizational Structure: Aligned for Growth

Purple United Kids operates through a collaborative, function-led structure that unites creativity with performance. Whether it's product development, retail operations, marketing, or technology, each department is purposefully aligned to drive excellence - collectively advancing our mission to become India's most admired premium kids wear brand.

2. Talent Attraction: Building for the Future

In FY 2024-25, we onboarded over 300 new employees across key departments, including strategic hires in leadership and mid-management roles. Our hiring efforts continue to focus on diversity, skill, and cultural alignment, ensuring we attract talent that shares our vision for innovation and excellence in children's fashion.

3. Training & Development: Nurturing Capability

We believe that continuous learning fuels organizational

growth. Over the past year, we rolled out structured learning interventions across departments, focusing on both functional expertise and cross-functional agility.

From trend forecasting in merchandising to customer experience training in retail and team building in HR, each program was designed to build capability, encourage collaboration, and future-proof our workforce.

Our Human Resources team focuses on frameworks for performance feedback, career growth planning, and capability development, helping individuals and teams align more closely with business outcomes.

4. Culture & Ethics: A Place to Belong

Culture at Purple United Kids is not defined by policies alone - it is shaped by how we work, celebrate, and grow together. We foster a workplace where every individual feels respected, recognised, and part of something bigger.

Whether it's celebrating festivals, company milestones, or participating in awareness initiatives, our cultural practices aim to build belonging and positivity across all levels. These efforts are underpinned by a strong commitment to ethical conduct and compliance awareness, championed by leadership and driven through regular internal initiatives.



5. Engagement & Activities: Beyond Work, Together

Our people engagement efforts go beyond the desk-spanning pan-India celebrations for Diwali, Women's Day, Children's Day, and more.

The highlight of the year was the Purple United Premier League, our in-house cricket tournament that brought together teams from across departments - including the leadership - for a day of high energy, team bonding, and fun. Events like these continue to strengthen cross-functional relationships and enhance our vibrant work culture.



6. People-Centric Policies: Governance with Care

Our policies reflect our deep commitment to fairness, inclusion, transparency, and legal compliance. Through a framework of progressive, people-focused policies, we ensure that every employee experiences a workplace that is safe, equitable, and growth-oriented.

These guidelines help us maintain our standards as a responsible, future-ready organization - anchored in care, compliance, and continuous improvement.

As we step into a new chapter of growth and transformation, our commitment to people remains unwavering. At Purple United Kids, we believe that empowering individuals empowers the organization. With every initiative, policy, and cultural milestone, we are shaping a workplace where talent thrives, aspirations are nurtured, and purpose drives progress. Together, we're not just building a stronger company - we're building a united, future-ready Purple family.

INTERNAL CONTROL SYSTEMS



The internal control system is an integral part of the company's overall organisational structure. The company has in place the necessary control systems to ensure transparency and security of its transactions. However, these are being upgraded given the increased threats. The purchase, sales, procurement, payment and other operations are being automated. Checks and balances are being strengthened at each level. The system is highly

structured and perfectly aligned with the size and nature of its business. The internal control system is a set of rules, regulations, policies, and procedures that run on software with in-built authorisations for enhanced control. The organisation is appropriately staffed with qualified and experienced personnel to implement and monitor the internal control environment.

FINANCIAL PERFORMANCE



During the fiscal year under review, Purple United reported a net profit of Rs. 1,047.44 Lakhs, a significant increase from the Rs. 422.98 Lakhs profit recorded in the previous year on a standalone basis. The revenue from operations for the financial year 2024-25 stood at Rs. 10,312.75 Lakhs, compared to Rs. 4,329.71 Lakhs in the prior year.

This remarkable revenue growth of approximately 138.19% can be attributed to the substantial expansion of our retail footprint in key markets and a reinforced presence in the footwear and children's apparel sectors. Additionally, it experienced a notable improvement in gross margin, which rose from Rs. 2,760.25 Lakhs to Rs. 5,090.33 Lakhs. This enhancement is a result of an optimised product mix, strategic retail expansion, and increased sourcing efficiency.

Particulars	(Rs. in Lakhs)	
	Standalone	
	FY 2024-25	FY 2023-24
Revenue from Operations	10,312.75	4,329.71
Other Income	2.76	14.15
Profit/(Loss) before Finance Cost	1,891.84	806.53
Finance Cost	483.98	302.51
Profit/(Loss) before Tax	1,407.87	504.02
Exceptional Items	-	-
Tax	360.43	81.04
Profit/(Loss) after Tax	1,047.44	422.98

Key Financial Ratios and details of significant changes therein vis-à-vis the immediately preceding financial year

Particulars	As at 31-03-2025	As at 31-03-2024	Reasons for Variance
Debtors Turnover Ratio (in times)	2.31	1.87	The increase in Debtors Turnover Ratio is due to improved collection efficiency and better credit control measures.
Inventory Turnover Ratio (in times)	3.87	1.87	The inventory turnover ratio improved due to better sales velocity and efficient inventory management.
Interest Coverage Ratio	5.52	3.67	The increase in the Interest Coverage Ratio is due to lower finance costs.
Current Ratio (in times)	2.29	1.97	The increase in the Current Ratio is due to improved liquidity from higher current assets relative to current liabilities.
Debt Equity Ratio (in times)	0.68	1.48	The debt-equity ratio improved due to equity infusion from the IPO during the year.
Debt Service Coverage Ratio (DSCR) (in times)	4.28	3.18	The debt coverage ratio improved due to increased revenue and EBITDA during the year.
Operating Profit Margin (%)	20.10	22.44	The decrease is due to exceptional revenue growth, which is impacting margins.
Net Profit Margin (%)	10.16	9.77	The increase is driven by better cost control.
Return on Net Worth (%)	17.30	24.40	Decline is due to the increased net worth base
Earnings per Share (EPS) (Rs.)	13.59	8.44	The increase is attributed to higher absolute net profits during the year.

INDEPENDENT AUDITOR'S REPORT

To the Members of Purple United Sales Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Purple United Sales Limited which comprise the balance sheet as at 31st March 2025, and the statement of Profit and Loss (Including Other Comprehensive Income), Cash Flow Statement for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 accounting principles generally accepted in India, of the statement of affairs of the Company as at March 31, 2025, and it's Profit for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

Key audit matters are those matters that, in our professional judgement, 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 the matters described below to be the key audit matter to be communicate in our report. We do not express a separate opinion on this matter.

Description of Key Audit Matters	Auditor's response
Receivable's Balance confirmations	On test check basis, we have identified certain instance of discrepancies in the transactions/balances as per the books of companies with those as received by through balance confirmations directly from trade receivables, including difference in withholding taxes, we have been informed by the management that the same are under reconciliation, the impact of which may be accounted for in the year of reconciliation.
MSME's Suppliers and disclosures required, under Micro, Small and Medium Enterprises Development Act, 2006	The Company has not provided complete information regarding MSME's disclosures and payable interest there on, However as per management view they are in process of reconciliation of updated certificate from MSME's vendors. Most of vendor and suppliers has not able to provide proper documents as per MSME's Act, within our audit process concluded.

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

The Company's Management and Board of Directors is responsible for preparation of the other information. The other information comprises the information included in the company's annual report, but does not include the standalone financial statements and our auditor's report thereon. The aforesaid report is 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 will 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 when it becomes available 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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, This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for the safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the 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 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 either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

Those Board of Directors is 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 standalone 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 a 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 standalone 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 control relevant to

the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has an 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 management.
- Conclude on the appropriateness of management's 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.

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. 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, (hereinafter referred to as the "Order") we give in annexure A statements on the matters specified in paragraphs 3 & 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 were necessary for the purposes 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;
 - (c) The Balance Sheet, the Statement of Profit and loss, and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls with respect to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) with respect to the other matters to be included in the Auditor's report in accordance with the requirements of the 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 by the company to its directors during the year is in accordance with the provision of section 197 of the Act.
 - (h) 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 information and according to the explanations given to us,
 - i. The Company have some pending litigations in its financial statements for which there were impact on its financial position, however company create provision on that assets.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of fund) by the Company to or in any other person(s) or entity(ies), including foreign entities ("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 it's knowledge and belief, as disclosed in the notes to accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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) The Company has not declared or paid any dividend during the year and has not proposed a final dividend for the year.
- vi) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of accounts for the financial year ended 31st March 2025, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As per proviso 3(1) of the Companies (Account) Rules, 2014 is applicable from April 1,2023 reporting under rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the Statutory Requirements for record retention is not applicable for the financial year ended March 31, 2025.

For **NGMKS & Associates**
Chartered Accountants
Firm's Registration No. 024492N

Nitin Goyal
Partner
Membership No 517698
Place: New Delhi
Date: 24.05.2025
UDIN: 25517698BMMXLC8168

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in our report of even date to the members of Purple United Sales Limited on the financial statements for the year ended 31st March, 2025, we report that:

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets

- (a) (A) In our opinion and according to the information and explanation given to us during the course of audit, the company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.
- (B) The company does not have any intangible assets so clause 3 (i)(a)(B) of the Order is not applicable to the company.
- (b) In our opinion and according to the information and explanation given to us during the course of audit, property, plant and equipment have been physically verified by the management at once every three years, pursuant to the program, certain property, plant and equipment were due for verification during the year and were physically verified by the management during the year. According to information and explanations given to us, no material discrepancy was noticed on such verification as compared to book records.
- (c) According to the information and explanations given to us and on the basis of records examined by us, the Company does not held any immovable properties in the name of the company.
- (d) According to the information and explanation given to us and on the basis of records examined by us, the Company has not revalued its property, plant & equipment (including right to use assets) or intangible assets or both during the year.
- (e) Accordingly to the information and explanation given to us, and to the basis of our examination of the record of the Company, there are no pending proceeding initiated or are pending against the Company for holding any benami property under Benami Transaction (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. In respect of inventory

- (a) In our opinion and according to the information and explanations given to us, physical verification of inventory except goods in transit has been conducted at reasonable intervals by the management. In our opinion the coverage and procedure of such verification by the management is appropriate and discrepancies notices on physical verification of inventory as compared to book records were not in excess of 5% or more in aggregate for each class of inventory.
- (b) The Company has been sanctioned working capital limits in excess of five crore rupee, in aggregate, from banks and financial institutions on the basis of security of current assets. The Company has also sanctioned working capital limits by bank and Financial Institutions.

The quarterly returns or statements filed by the Company with such banks and financial institutions are in agreement with the books of account of the Company, refer to note no 5 financial statement.

Quarter ended as at	Particulars of Securities Provided	Amount as reported in the quarterly Return	Amount as reported in the accounts	Amount of Differences	Reason for Material Discrepancies
30 th June 2024	(Inventory+Trade Receivable -Trade Creditors)	7,058.68	6,998.59	60.09	Provisional data as on date of filing
30 th September 2024	(Inventory+Trade Receivable -Trade Creditors)	7,030.22	7,079.21	(48.99)	Provisional data as on date of filing
31 st December 2024	(Inventory+Trade Receivable -Trade Creditors)	6,561.52	6,587.92	(26.40)	Provisional data as on date of filing
31 st March 2025	(Inventory+Trade Receivable -Trade Creditors)	9,678.62	9,663.68	14.94	Provisional data as on date of filing

iii. In respect of investments made, provided any guarantee or security or granted any loans or advances in the nature of loan:

- (a) In our opinion and according to the information and explanation given to us during the course of audit, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, sub clauses (a), (b) & (c) of paragraph 3(iii) the Order are not applicable to the Company.

iv. Compliance of section 185 and 186:

In our opinion and according to the information and explanation given to us during the course of audit, the Company has complied with the provisions of section 185 and 186 of the Act in respect of loans and investments of the company. Further, the company has not given any guarantee or security; accordingly, to this extent paragraph 3(iv) of the Order is not applicable.

v. Public Deposits:

In terms of the books and records examined by us, we state that the Company has not accepted any deposit from the public in terms of section 73 to 76 of the Act and the rules framed thereunder. Accordingly, clause 3(v) of the order is not applicable to the company.

vi. Cost Records:

In our opinion and according to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under section 148 (1) of the Act. Therefore, paragraph 3(vi) of the Order is not applicable.

vii. Statutory Dues:

- (a) According to the information and explanations given to us and the books and records examined by us, we state that the company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, GST, cess and any other statutory dues as applicable. There are no outstanding statutory dues for more than six months from the date they became payable as on 31st March 2025,
- (b) In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that there are no dues of income tax or sale tax or service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute except mention below:

Name of Statute	Nature of dues	Amount (in lakhs)	Period to which amount relates	Pending with
Goods & Service Tax	GST	1.24	2024-2025	GST Assistant Commissioner

viii. Undisclosed Income:

According to the information and explanations given to us and the records of the Company examined by us, 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. Borrowings

- (a) In our opinion and according to the information and explanation given to us during the course of audit, the company has not defaulted in repayment of loans or other borrowings or in payment of interest thereon to any lender.
- (b) According to information and explanations given to us and on the basis of our audit procedures, the company has not been declared wilful defaulter by any bank or financial institution or any other lender.
- (c) According to information and explanations given to us and on the basis of our audit procedures, the term loans have been applied for the purpose for which the loans were obtained.

(d) According to information and explanations given to us and on the basis of our audit procedures and our overall examination of financial statements of the company. We report that no fund raised on short term basis have been utilised for long term purposes by the company.

(e) The Company does not have any subsidiary, associates and joint ventures, accordingly the reporting under clause 3(ix)(e) of the order is not applicable to the Company.

(f) The Company does not have any subsidiary, associates and joint ventures, accordingly the reporting under clause 3(ix)(f) of the order is not applicable to the Company.

x. Issue of securities

(a) According to the information explanation given to us and procedures performed by us, during the year, the Company had completed its Initial public offering of equity share (IPO) that were listed on NSE SME platform National Stock Exchange Limited (NSE Ltd) for Small and Medium Enterprise (SME) with effect from 18th December, 2024. The issue was raised for the purpose of meeting the working capital requirements or other objects mentioned in their prospectus and the same was applied for the purpose it was raised.

(b) In our opinion and according to the information and explanation given to us, during the year the Company has not made preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) Accordingly the reporting under clause 3(x)(b) of the order is not applicable to the Company.

xi. Fraud:

a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, 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. So accordingly the reporting under clause 3(xi)(b) of the order is not applicable to the Company.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year. So accordingly the reporting under clause 3(xi)(c) of the order is not applicable to the Company.

xii. Nidhi Company:

In our opinion and according to the information and explanation given to us during the course of audit, the company is not a Nidhi company. Therefore, clause 3(xii) of the Order are not applicable.

xiii. Related Parties

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that transactions with the related parties are in compliance with sections 177 & 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. Internal Audit

(a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto March 2025.

xv. Non- cash transactions:

In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the company.

xvi. Section 45-IA of the Reserve Bank of India Act, 1934:

(a) In our opinion and according to the information and explanation given to us during the course of audit, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Hence, reporting under clauses (xvi)(a), and (b) of the order is not applicable.

(b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the

Reserve Bank of India. Accordingly, reporting under clauses (xvi)(c) of the Order is not applicable.

(c) The Group does not have any CIC and accordingly reporting under clause (xvi)(d) of the Order is not applicable.

xvii. Cash Losses:

The Company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii. Resignation of Statutory Auditors:

There has been no resignation of the statutory auditors of the Company during the year. Hence this clause is not applicable.

xix. Ability to pay liabilities

On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 indicating that the Company may 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 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. CSR Unspent Amount

In our opinion and according to the information and explanation given to us, CSR provision are not applicable on the Company during the year. accordingly clause 3(xxa) and 3(xxb) of the order are not applicable.

xxi. Qualification or adverse remarks in the Group Company's Financial Statements:

The reporting under clause 3(xxi) of the order is not applicable in respect of audit of financial statements, accordingly no comment in respect of the said clause has been included in this report.

For NGMKS & Associates
Chartered Accountants
Firm's Registration No. 024492N

Nitin Goyal
Partner
M No 517698
Place: New Delhi
Date: 24.05.2025
UDIN: 25517698BMMXLC8168

Referred to in our report of even date to the members of Purple United Sales Limited on the financial statements for the year ended 31st March, 2025

Report on the Internal Financial Controls with reference to financial statements 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 financial statements of Purple United Sales Limited ("the Company") as of 31st March, 2025 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 with reference to financial statements

The Company's management is responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with respect to financial statements 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 (ICAI). 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 Companies Act, 2013.

Auditors' 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") issued by ICAI and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 respect to 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 control system with respect to financial statements and their operating effectiveness. Our audit of internal financial control with respect to financial statements included

obtaining an understanding of internal financial control with respect 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 judgement, 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 with respect to financial statements.

Meaning of Internal Financial Controls with respect to financial statements

A Company's internal financial control with respect 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 purposes in accordance with generally accepted accounting principles. A Company's internal financial control with respect 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 respect to financial statements

Because of the inherent limitations of internal financial controls with respect to financial statements, 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 respect to financial statements to future periods are subject to the risk that the internal financial controls with respect to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with respect to financial statements and such internal financial controls with respect to financial statements were operating effectively as at 31st March, 2025, based on the internal controls with respect to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For NGMKS & Associates
Chartered Accountants**
Firm's Registration No. 024492N

Nitin Goyal
Partner
Membership No 517698
Place: New Delhi
Date: 24.05.2025
UDIN: 25517698BMMXLC8168

Standalone Balance Sheet

As at 31st March, 2025

(All amount in lakhs INR unless otherwise stated)

Particulars	Notes	As at 31 st March, 2025	As at 31 st March, 2024
EQUITY AND LIABILITIES			
Shareholder's fund			
Share capital	3	960.98	663.30
Reserves and surplus	4	5,092.25	1,070.37
		6,053.23	1,733.67
NON- CURRENT LIABILITIES			
Long-term Borrowings	5	1,073.77	837.86
Deferred Tax Liabilities (Net)	6	-	-
Other long term liabilities	7	1,127.00	139.00
Long- term provisions	8	67.91	39.45
		2,268.68	1,016.31
CURRENT LIABILITIES			
Short-term Borrowings	5	3,023.36	1,724.94
Trade payables	9		
(a) total outstanding dues of micro and small enterprises		357.00	7.75
(b) total outstanding dues of creditors other than micro and small enterprises		391.31	243.95
Other current liabilities	7	543.57	123.68
Short-term provisions	8	473.28	63.68
		4,788.52	2,164.00
TOTAL		13,110.43	4,913.98
ASSETS			
NON- CURRENT ASSETS			
Property, Plant & Equipments	10	1,523.67	504.90
Non- current Investments		-	-
Deferred Tax Assets (Net)	6	101.33	50.30
Long- term loans & advances	11	6.00	6.00
Other Non-Current Assets	12	521.49	86.02
		2,152.49	647.22
CURRENT ASSETS			
Inventories	13	1,746.13	966.22
Trade Receivables	14	6,049.21	2,860.68
Cash and Bank Balances	15	78.93	59.64
Short Term Loan and Advances	11	9.42	21.56
Other Current Assets	12	3,074.25	358.66
		10,957.94	4,266.76
TOTAL		13,110.43	4,913.98
Summary of significant Accounting Policies	1-2		

The accompanying notes are an integral part of the financial statements

As per our report of even date
for **NGMKS & Associates**
Firm registration number: 024492N
Chartered Accountants

For and on behalf of the Board of Directors
Purple United Sales Limited

Nitin Goyal
Partner
Membership No.: 517698
Place: Delhi
Date: May 24, 2025

Bhawna Seth
Director
DIN: 07385656
Place: Delhi
Date: May 24, 2025

Jatinder Dev Seth
Director
DIN: 06944942
Place: Delhi
Date: May 24, 2025

Naresh Kumar
Chief Financial Officer
Place: Delhi
Date: May 24, 2025

Ayati Gupta
Company Secretary
M. No.: A63811
Place: Delhi
Date: May 24, 2025

Standalone Statement of Profit & Loss

for the year ended 31st March, 2025

(All amount in lakhs INR unless otherwise stated)

Particulars	Notes	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
REVENUE			
Revenue from operations	16	10,312.75	4,329.71
Other income	17	2.76	14.15
Total Income (I)		10,315.51	4,343.86
EXPENSES			
Purchase of traded goods	18	6,005.08	1,818.58
Changes in inventories of traded goods	19	(779.91)	(234.98)
Employee benefits expenses	20	982.88	691.57
Other expenses	21	2,034.38	1,105.72
Total expenses (II)		8,242.44	3,380.89
Earnings before interest, tax, depreciation and amortization (I-II)		2,073.07	962.96
Depreciation and amortization expense	22	181.23	156.43
Finance costs	23	483.98	302.51
Profit before tax and exceptional and prior period items		1,407.87	504.02
Tax expenses			
Current tax		411.46	129.63
Deferred Tax Liabilities/Assets		(51.03)	(48.58)
Total tax expense		360.43	81.04
Profit after tax before exceptional and prior period items		1,047.44	422.98
Exceptional and prior period items		-	-
Profit after tax and exceptional and prior period items		1,047.44	422.98
		-	-
Earning per equity Share of Face value @ Rs 10/- each			
Basic		13.59	8.44
Diluted		13.59	8.44
Summary of significant Accounting Policies	1-2		

The accompanying notes are an integral part of the financial statements

As per our report of even date
for **NGMKS & Associates**
Firm registration number: 024492N
Chartered Accountants

For and on behalf of the Board of Directors
Purple United Sales Limited

Nitin Goyal
Partner
Membership No.: 517698
Place: Delhi
Date: May 24, 2025

Bhawna Seth
Director
DIN: 07385656
Place: Delhi
Date: May 24, 2025

Jatinder Dev Seth
Director
DIN: 06944942
Place: Delhi
Date: May 24, 2025

Naresh Kumar
Chief Financial Officer
Place: Delhi
Date: May 24, 2025

Ayati Gupta
Company Secretary
M. No.: A63811
Place: Delhi
Date: May 24, 2025

Standalone Cash Flow Statement

As at 31st March, 2025

(All amount in lakhs INR unless otherwise stated)

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Cash flow from operating activities		
Profit after tax	1,047.44	422.98
Add: Tax expenses	360.43	81.04
Profit before tax	1,407.87	504.02
Adjustment for:		
Depreciation and amortisation	181.23	156.43
Finance costs	483.98	302.51
Lease Equalization	96.01	
Bad & Doubtful Debts	14.86	62.64
Operating profit before working capital changes	2,183.94	1,025.61
Movements in working capital:		
Decrease/(Increase) in Inventories	(779.91)	(234.98)
Decrease/(Increase) in Trade receivables	(3,203.39)	(1,143.95)
Decrease/(Increase) in Short Term Loans & Advances	12.14	8.86
Decrease/(Increase) in Other Non-Current Assets	(435.47)	(1.57)
Decrease/(Increase) in Other Current Assets	(2,715.59)	(217.10)
(Decrease)/Increase in Other Current Liabililites	419.89	80.80
(Decrease)/Increase in Trade Payables	496.61	(624.09)
(Decrease)/Increase in Short Term Provisions	16.80	6.96
(Decrease)/Increase in Long Term Provisions	28.46	39.45
(Decrease)/Increase in Other Long Term Liabilities	988.00	55.00
Cash generated from/(used in) operations	(2,988.52)	(1,005.00)
Direct taxes paid	(114.67)	(72.91)
Net cash flow from/(used in) operating activities after working capital changes (A)	(3,103.20)	(1,077.91)
Cash flow from investing activities		
Less: Purchase of fixed asstes including intangible, capital work-in progress	(1,199.99)	(238.80)
Less: Purchase of Investment	-	-
Net cash flow used in investing activities (B)	(1,199.99)	(238.80)
Cash flow from financing activities		
Add: Proceed from issue of Shares including security premium (IPO)	3,272.12	952.46
Add: Proceed from Long Term Borrowing	235.91	(576.10)
Add: Proceed from Short Term Borrowing	1,298.42	1,281.34
Less: Interest Paid	(483.98)	(302.51)
Net cash flow from/(used in) financing activities (C)	4,322.47	1,355.19
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	19.28	38.48
Cash and cash equivalents at the beginning of the year	59.64	21.16
Cash and cash equivalents at the end of the year	78.92	59.64
Components of cash and cash equivalents		
Cash in hand	33.25	22.08
With banks - In current account	45.67	35.48
With banks - In FDR	-	2.08
Cash and cash equivalents	78.92	59.64
The accompanying notes are an integral part of the financial statements		

As per our report of even date
for **NGMKS & Associates**
Firm registration number: 024492N
Chartered Accountants

For and on behalf of the Board of Directors
Purple United Sales Limited

Nitin Goyal
Partner
Membership No.: 517698
Place: Delhi
Date: May 24, 2025

Bhawna Seth
Director
DIN: 07385656
Place: Delhi
Date: May 24, 2025

Jatinder Dev Seth
Director
DIN: 06944942
Place: Delhi
Date: May 24, 2025

Naresh Kumar
Chief Financial Officer
Place: Delhi
Date: May 24, 2025

Ayati Gupta
Company Secretary
M. No.: A63811
Place: Delhi
Date: May 24, 2025

Notes to Standalone Financial Statements

for the year ended 31st March, 2025

(All amount in lakhs INR unless otherwise stated)

1 Corporate information

Purple United Sales Limited (herein after referred to as “the Company”) is a public company domiciled in India with its Registered Office situated at Khasra No 55/14 & 55/15, Near Rani Khera Road, Mundka, Delhi-110041 and Corporate Office situated at Tower B, Ground Floor, Smartwork Corporate Park, Plot 1 & 2, Amity Road, Sector 125, Noida, Uttar Pradesh-201303 incorporated under the provisions of the Companies Act 2013.

The Company is primarily engaged in the business of Kids Apparels and footwear and their fashion accessories through their Retail, E commerce and wholesale business channel partners. it has wide pan India base distribution channel and network.

2 Basis of preparation

(a) The Financial Statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (“Indian GAAP”). The Company has prepared these Financial Statements to comply in all material respects with the Accounting Standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Rules, 2021. The Financial Statements have been prepared on an accrual basis and under the historical cost convention. The Financial Statements have been presented in Indian rupees in lakhs (unless and otherwise stated).

1. The Company started providing services after incorporation on national level.
2. All the Schedules form an integral part of Balance Sheet and Profit and loss Account.
3. The amount due to MSME enterprises must be reported separately under trade payables.
4. No Transactions represented by book entries are prejudice to the interest of the Company and no personnel expenses have been charged to accounts.

(b) All assets and liabilities have been classified as current or non-current as per Company's operating cycle and other criteria set out in Schedule-III of the Companies Act 2013. Based on the nature of business, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

2.1 Summary of significant accounting policies

(1) Use of estimates

The preparation of Financial Statements in conformity with Indian GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period and reported amount of income and expenses during the period. Examples of such estimates include provision for doubtful debt, future obligation under employee retirement benefit plans, provision for diminishing in the value of inventory in hand and useful lives of fixed tangible assets and intangibles assets. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

(2) Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

The cost of the property, plant and equipment not ready for their intended use before Balance Sheet date are disclosed under capital work in progress.

Subsequent costs are included in the carrying amount of the assets or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and cost of the item can be measured reliably. The carry amount of the replaced part is derecognised.” All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and

(All amount in lakhs INR unless otherwise stated)

(All amount in lakhs INR unless otherwise stated)

the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

(3) (a) Depreciation on property, plant and equipment

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. The Company has used the following lives to provide depreciation on its property, plant and equipment.

Category of Assets	Estimated useful lives
Computers Laptops	3 years
Furniture & fixtures	10 years
Office equipments	5 years
Plant & machinery	15 years
Vehicles	8 years

The above mentioned lives of assets are same as prescribed under Companies Act 2013.

(b) Intangible assets

Intangible assets are amortized on a straight line basis over the estimated useful economic life. Intangible assets not yet available for use are tested for impairment annually, either individually or at the cash generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible assets may be impaired.

The amortization period and the amortization method are reviewed at-least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the change pattern. Such changes are accounted for in accordance with Accounting Standard 5 "Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies".

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

(4) Impairment of property, plant and equipment and intangible assets

The Company assesses at each reporting date whether there is an indication that an asset may be

impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the Statement of Profit and Loss, except for previously revalued tangible property, plant and equipment, where the revaluation was taken to revaluation reserve. In this case, the impairment is also recognized in the revaluation reserve upto the amount of any previous revaluation.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses, may no longer exist or may have decreased. If such indication exist, the Company estimates the asset's or cash generating unit's recoverable amount. A previously recognized loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the Statement of Profit and Loss unless the asset is carried at a revalued amount, in which case the reversal is treated as revaluation increase.

(5) Leases

Where the Company is the lessee

Finance lease is a lease that transfers substantially all the risks and rewards incident to ownership of an asset.

An operating lease is a lease other than a finance lease.

Assets aquired on leases where the lessor effectively retains substantially all the risks and benefits

of ownership of the leased item, are classified as operating leases. Operating lease payments lease payments under an operating lease should be recognised as an expense in the statement of profit and loss on a straight line basis over the lease term unless another systematic basis is more representative of the time pattern of the user's benefit.

The company have adopted the alternative systematic basis as it provides a more accurate representation of the time pattern of benefits derived from leased assets.

(6) Inventories

Traded goods are valued at lower of cost & net realizable value. Cost of inventories comprises of purchase & other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated necessary costs to make the sale. The provision for inventory obsolescence is assessed regularly based on estimated shelf life of products/expiry dates, as the case may be.

(7) Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

(8) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

i) Sale of traded goods

Sale of traded goods represents revenue from the sale of products net of returns, allowances (if any) and trade discounts. The sale is recorded when the products are delivered and all significant risks and rewards of ownership of the goods have passed to the customers. It is the company's policy to sell its products to the end customers with a right of return within specified period on case to case basis. The Company collects Goods and Service Tax on behalf of the government and therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

ii) Interest income

Revenue is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other Income" in the Statement of Profit and Loss.

(9) Foreign currency transactions

Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency approximately at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences

Exchange differences arising on settlement or conversion of monetary items are recognized as income or expenses in the year in which they arise.

(All amount in lakhs INR unless otherwise stated)

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(10) Retirement and other employee benefits

Retirement benefit in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the Statement of Profit and Loss for the year when the contributions are due. The Company has no obligation for the same as its employee strength anytime during the year is less than minimum threshold limit.

The Company operates defined benefit plans for its employees for gratuity. The cost of providing benefits under the gratuity plan is determined on the basis of actuarial valuation carried out on projected unit credit method as at the period end. Actuarial valuation is carried out for plan using the projected unit credit method. Actuarial gains and losses for defined benefit plan are recognized in full in the period in which they occur in the Statement of Profit and Loss.

Actuarial gains/losses are immediately taken to Statement of Profit and Loss and are not deferred.

The company has computed its tax liability for the year in accordance with the provisions of Section 115JB of the Income Tax Act, 1961 (Minimum Alternate Tax).

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

(14) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the Financial Statements.

(11) Taxes

(a) Current tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

(b) Deferred tax

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

(12) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earning per share, the net profit and loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

(13) Provisions

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable than an outflow of resources embodying economic benefits will be required to

(All amount in lakhs INR unless otherwise stated)

(All amount in lakhs INR unless otherwise stated)

NOTE 3: SHARE CAPITAL

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Authorized shares	1,100.00	700.00
1,10,00,000 Equity Shares @ Rs 10/- Each (previous year 70,00,000 equity share of Rs 10/- each)		
	1.100.00	700.00
Issued, subscribed and fully paid-up shares	960.98	663.30
96,09,800 Equity Shares @ Rs 10/- Each (previous year 6,63,3000 equity share@ Rs 10/- each)		
	960.98	663.30

NOTE 3.1.

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 st March, 2025		As at 31 st March, 2024	
	Nos.	Amount	Nos.	Amount
At the beginning of the year	66,33,000	663.30	50,00,000	500.00
Issued during the year (Against Cash)	29,76,800	297.68	5,00,000	50.00
Issued during the year (Against Loan)	-	-	11,33,000	113.30
Outstanding at the end of the year	96,09,800	960.98	66,33,000	663.30

Note:

- The Authorised Share Capital of the Company was increased from 70,00,000 Equity Shares of Rs. 10 /- each to 1,10,00,000 Equity Shares of Rs. 10/- each,
- The Company allotted 3,72,800 Equity Shares of face value of Rs. 10/- at security premium of Rs. 72 /- each during the FY 2024-25 on 23rd May 2024,
- Company allotted 26,04,000 Equity Shares of face value of Rs. 10/- at security premium of Rs. 116 /- each during the FY 2024-25 on 16th December 2024.

b. Details of shareholders holding more than 5% shares in the Company

Name of the Shareholder	As at 31 st March, 2025		As at 31 st March, 2024	
	Nos.	Amount	Nos.	Amount
Jatinder Dev Seth	40,00,000	41.62%	40,00,000	60.30%
Bhawna Seth	10,00,000	10.41%	10,00,000	15.08%
InnovationM Mobile And Web Technologies Pvt Ltd	11,33,000	11.79%	11,33,000	17.08%
Total	61,33,000	63.82%	61,33,000	92.46%

c. Details of shareholding of Promoters shares in the Company

Name of the Promoter	As at 31 st March, 2025			
	Shares Held by Promoters at the end of the Year			
	Class of Shares	No. of shares	% of Holding	% Change during the Years
Jatinder Dev Seth	Equity Share	40,00,000	41.62%	(18.68)%
Bhawna Seth	Equity Share	10,00,000	10.41%	(4.67)%
InnovationM Mobile And Web Technologies Pvt Ltd	Equity Share	11,33,000	11.79%	(5.29)%
Total		61,33,000	63.82%	(28.64)%

promoter here means promoter as defined in the Companies Act, 2013, as amended

Name of the Promoter	As at 31 st March, 2024			
	Shares Held by Promoters at the end of the Year			
	Class of Shares	No. of shares	% of Holding	% Change during the Years
Jatinder Dev Seth	Equity Share	40,00,000	60.30%	(19.70)%
Bhawna Seth	Equity Share	10,00,000	15.08%	(4.92)%
InnovationM Mobile And Web Technologies Pvt Ltd	Equity Share	11,33,000	17.08%	17.08%
Total		61,33,000	92.46%	(7.54)%

d. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share.

NOTE 4: RESERVES & SURPLUS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Opening Balance	281.21	(141.77)
Add: Net Profit for Current year	1,047.44	422.98
Total (A)	1,328.65	281.21
Security Premium*		
Opening Balance	789.16	-
Add: Shares issued during the year	268.42	200.00
Add: Shares issued during the year	3,020.64	589.16
Less: IPO Issue Expenses	314.61	-
Total (B)	3,763.60	789.16
Total (A) + (B)	5,092.25	1,070.37

Note: IPO issue expenses includes certain capital in nature expenses, which have been directly adjusted against the securities premium account.

NOTE 5: BORROWINGS

Particulars	Long-term		Short-term	
	As at 31 st March, 2025	As at 31 st March, 2024	As at 31 st March, 2025	As at 31 st March, 2024
5(a) Borrowings from Related Parties				
Unsecured				
Unsecured Loans From Directors	-	-	31.37	33.76
Unsecured Loan from Related Parties	-	-	104.87	81.07
5(b) Borrowings from Banks & NBFC				
Secured				
Secured Loans From Banks	546.40	373.17	2,407.36	1,262.13
Unsecured				
Unsecured Loans From NBFC	389.50	330.03	340.59	240.31
Unsecured Loans From Banks	137.87	134.66	139.17	107.66
Total	1,073.77	837.86	3,023.36	1,724.93

NOTE 5.1: THE LOAN FROM BANK AND FINANCIAL INSTITUTIONS IS GUARANTEED/SECURED BY

- The loan from banks comprises of vehicle loan which are primarily secured by the respective vehicle financed.
- Short term represents the amount payable within 12 months out of the long term loans.
- CC Limits are short term loan which are considered as demand loans.

NOTE 5.2: THE PERIOD AND AMOUNT OF CONTINUING DEFAULT IN REPAYMENT OF PRINCIPAL AND INTEREST- NIL

(All amount in lakhs INR unless otherwise stated)

(All amount in lakhs INR unless otherwise stated)

NOTE 5.3: THE BORROWING FROM BANK IS SECURED BY:

- Primary security:** charge on current assets of Company by way of hypothecation of finished stock and sundry debtors.
- Collateral Security:** there is property mortgage in name of directors and their relative for ongoing working capital limits from banks.
- for working capital limits both directors have provided their personal guarantee.
- Bifurcation and details of secured loans:

Secured Loan From Bank	ROI	As at 31 st March, 2025	Types	Maturity Period	Secured By
Bank of Baroda	11.40%	1,842.98	CC Loan	On Demand	Hypothecation of
Bank of Baroda	9.25%	9.19	Term Loan (GECL)	FY 2025-26	current assets, Plant &
Bank of Baroda	9.25%	11.93	Term Loan (GECL)	FY 2026-27	Machinery of the Firm
Bank of Baroda	11.40%	258.38	Term Loan	FY 2028-29	& Immovable Assets
Bank of Baroda	11.40%	83.52	Term Loan	FY 2029-30	& assets financed
					by Bank Finance of
Bank of Baroda	11.40%	315.57	Term Loan	FY 2030-31	promoters & their
					family member
HDFC Bank Ltd.	8.80%	29.35	Car Loan	FY 2030-31	Against Vehicle
					Hypothecation
HDFC Bank Ltd.	8.75%	9.37	Car Loan	FY 2027-28	Against Vehicle
					Hypothecation
					Secured by Pari
					passu charge on
ICICI Bank Ltd	9.75%	393.46	CC Loan	On Demand	Current assets and
					Movable fixed assets
					and exclusive charge
					on Fixed deposit.
Total Secured Loan From Bank		2,953.76			

- Unsecured term loan from banks and various financial institutions were taken during the financial year 2022-23 and 2023-24 and 2024-25 & carries interest which ranges between 14% to 19% p.a. The loan is repayable in monthly instalments along with interest, and these loans have a maturity profile between 3 to 4 years from the date of loan. The loan is secured by personal guarantee of promoters.

- Inventory valuation is determined based on the lower of cost or net realisable value (NRV) this approach is followed by Accounting Standard-2 further as per company accounting policy the method of valuation is weighted average basis.

Company did not disclosed trade payables for expenses as per bank norms and in case of trade receivable some gap exist in statement submitted to bank periodically.

- There is quartely/monthly statements submitted to bank are reconciled with the book, there are some variance, as per management clarification, that statements submitted to the bank on provisional basis but at the periodic interval some discount and credit notes adjusted in the books. their are some quarterly variance reported below:

Quarter ended as at	Particulars of Securities Provided	Amount as reported in the Quaterly Return	Amount as reported in the accounts	Amount of Differences	Reason for Material Discrepancies
30th June 2024	(Inventory+Trade Receivable -Trade Creditors)	7,058.68	6,998.59	60.09	Provisional data as on date of filing
30th September 2024	(Inventory+Trade Receivable -Trade Creditors)	7,030.22	7,079.21	(48.99)	Provisional data as on date of filing
31st December 2024	(Inventory+Trade Receivable -Trade Creditors)	6,561.52	6,587.92	(26.40)	Provisional data as on date of filing
31st March 2025	(Inventory+Trade Receivable -Trade Creditors)	9,678.62	9,663.68	14.94	Provisional data as on date of filling

NOTE 6: DEFERRED TAX ASSETS

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Opening Balance : Deferred Tax Assets	50.30	1.72
Add: Current Year Effect	51.03	48.58
Closing Balance	101.33	50.30

Modification of financial statement may be required on the following issue

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Recognition of DTL/DTA as per AS-22		
a) Timing difference on account of Depreciation		
WDV as per IT Act	1,649.81	589.30
WDV as per Companies Act	1,523.67	504.90
Total Timing Differences on account of depreciation	126.14	84.40
b) Retirement & Benefits		
Provision for Gratuity	71.24	41.41
Provision for Bonus	18.85	4.72
Provision for doubtful debts	77.50	62.64
Provision for interest on MSME	-	0.29
Provision for interest on Lease Equalization	96.01	-
Total Retirement & Benefits	263.60	109.06
Total timing difference (a+b)	389.74	193.46
Tax Effect @ 25.17%	101.33	50.30
Closing Value of DTA	101.33	50.30
Less: Already Created	50.30	1.72
Current Year Effect	51.03	48.58

NOTE 7: LIABILITIES

Particulars	Non-Current		Current	
	As at 31 st March, 2025	As at 31 st March, 2024	As at 31 st March, 2025	As at 31 st March, 2024
Others liabilities				
Security Deposits Liabilities	1,127.00	139.00	-	-
Statutory Payables	-	-	95.66	16.27
Advance from Customers	-	-	234.49	21.91
Expenses Payables (including salary and wages)	-	-	141.01	85.50
Other Payable	-	-	72.42	-
Total	1,127.00	139.00	543.57	123.68

NOTE 8: PROVISIONS

Particulars	Long-term		Short-term	
	As at 31 st March, 2025	As at 31 st March, 2024	As at 31 st March, 2025	As at 31 st March, 2024
Income Tax Provisions*	-	-	353.51	56.72
Provision For Gratuity	67.91	39.45	3.33	1.96
Provision For Bonus	-	-	18.85	4.72
Provision on Interest on MSME	-	-	1.59	0.29
Provision on Lease Equalization	-	-	96.01	-
Total	67.91	39.45	473.28	63.68

*Provision for Income Tax is Created net of Advance tax and TDS Receivable

(All amount in lakhs INR unless otherwise stated)

NOTE 9: TRADE PAYABLES

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
(a) total outstanding dues of micro and small enterprises	357.00	7.75
(b) total outstanding dues of creditors other than micro and small enterprises	391.31	243.95
	748.31	251.71
Dues to micro and small enterprises		
Micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) have been determined based on the information available with the Company and the required disclosures are given below:		
Particulars		
(a) amount remaining unpaid to any supplier at the end of each accounting year:		
- the principal amount; and	357.00	7.75
- the interest due thereon	1.59	0.29
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year, however company not paid any interest on MSMEs entities beyond period.	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) the amount of interest remaining due and payable in the succeeding years, until such date when the interest dues above are actually paid to the enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Trade payable ageing schedule as at March 31st, 2025

Particulars	Outstanding the Following periods from due date of Payment				
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Payables					
MSME*	356.85	-	0.15	-	357.00
Others than MSMEs	381.28	-	9.94	0.08	391.31
(ii) Disputed dues					
MSMEs	-	-	-	-	-
Other than MSMEs	-	-	-	-	-
Total	738.13	-	10.09	0.08	748.31

*MSME trade payables are under reconciliations.

Trade payable ageing schedule as at March 31st, 2024

Particulars	Outstanding the Following periods from due date of Payment				
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Payables					
MSME*	7.75	-	-	-	7.75
Others than MSMEs	198.73	44.89	0.25	0.08	243.95
(ii) Disputed dues					
MSMEs	-	-	-	-	-
Other than MSMEs	-	-	-	-	-
Total	206.49	44.89	0.25	0.08	251.71

*MSME trade payables are under reconciliations.

NOTE 10: PROPERTY, PLANT & EQUIPMENTS AND INTANGIBLE ASSETS

(All amount in lakhs INR unless otherwise stated)

Particulars		As at 31 st March, 2025	As at 31 st March, 2024
Gross Value of Assets		1,955.04	755.04
Less:- Accumulated Depreciation		431.37	250.14
Net Value of Assets		1,523.67	504.90

PROPERTY, PLANT & EQUIPMENTS		DEPRECIATION / AMORTIZATION		NET BLOCK	
S. No.	Particulars	As at March 31 st , 2025	As at March 31 st , 2024	As at March 31 st , 2025	As at March 31 st , 2024
		Upto April 1 st , 2024	Upto March 31 st , 2025	Upto March 31 st , 2025	Upto March 31 st , 2025
1	Plant and Machinery	14.61	4.22	18.83	23.04
2	Furniture and Fittings	159.21	140.19	299.41	410.41
3	End User Devices	65.06	22.12	87.18	26.27
4	Office Equipments	1.91	1.10	3.01	1.65
5	Cars	9.34	13.59	22.93	43.52
	TOTAL	250.14	181.23	431.37	504.90
	Previous Year	93.71	156.43	250.14	422.53

(All amount in lakhs INR unless otherwise stated)

(All amount in lakhs INR unless otherwise stated)

NOTE 11: LOANS AND ADVANCES

Particulars	Non-Current		Current	
	As at 31 st March, 2025	As at 31 st March, 2024	As at 31 st March, 2025	As at 31 st March, 2024
Advance to employee	-	-	9.42	21.56
Other loans and advances	6.00	6.00	-	-
Total	6.00	6.00	9.42	21.56

NOTE 12: OTHER ASSETS

Particulars	Non-Current		Current	
	As at 31 st March, 2025	As at 31 st March, 2024	As at 31 st March, 2025	As at 31 st March, 2024
Security Deposits Assets (includes lease rental)	320.75	86.02	-	-
Amount with Government Authorities	-	-	292.01	-
Prepaid Expenses	-	-	10.10	80.28
Advance to Supplier	-	-	2,747.51	266.62
Fixed Deposit	200.74	-	-	-
TDS Receivable From NBFCs	-	-	24.63	11.77
Total	521.49	86.02	3,074.25	358.66

*TDS receivable from NBFCs is under reconciliation

*Fixed deposits are lien marked with bank againsts secured loan

NOTE 13: INVENTORY

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Traded Goods	1,737.59	966.22
Goods in Transit (As taken, valued & Cerified by Management)	8.54	-
Total	1,746.13	966.22

NOTE 14: TRADE RECEIVABLES

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Outstanding from the date they are due for payment		
Undisputed, considered good	6,049.21	2,860.68
Undisputed, considered doubtful	15.08	25.25
Disputed, considered doubtful	62.42	37.39
	6,126.71	2,923.32
Less Provision for doubtful debts	77.50	62.64
Total	6,049.21	2,860.68

Trade Receivables Ageing Schedule as at March 31st, 2025

Particulars	Outstanding the Following periods from due date of Payments					Total Receivables
	0-6 Months	6-12 Months	1-2 Years	2-3 Years	More Than 3 Years	
(i) Undisputed Trade receivables						
Undisputed considered good	5,484.83	174.13	350.71	39.55	-	6,049.21
Undisputed considered Doubtful	-	-	3.57	2.82	8.68	15.08
(ii) Disputed Trade Receivables						
Disputed considered Good	-	-	-	-	-	-
Disputed considered Doubtful	-	2.46	15.26	24.95	19.75	62.42
Total	5,484.83	176.59	369.54	67.33	28.43	6,126.71

Trade Receivables Ageing Schedule as at March 31st, 2024

Particulars	Outstanding the Following periods from due date of Payments					Total Receivables
	0-6 Months	6-12 Months	1-2 Years	2-3 Years	More Than 3 Years	
(i) Undisputed Trade receivables						
Undisputed considered good	2,122.56	597.06	135.96	3.70	1.40	2,860.68
Undisputed considered Doubtful	-	-	-	-	25.25	25.25
(ii) Disputed Trade Receivables						
Disputed considered Good	-	-	-	-	-	-
Disputed considered Doubtful	-	-	20.90	0.41	16.09	37.39
Total	2,122.56	597.06	156.85	4.10	42.74	2,923.32

*Provision for bad and doubtful debts is made for amounts under dispute or outstanding for more than three years.

NOTE 15: CASH AND BANK BALANCE

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Balances with banks:		
In current accounts	45.67	35.48
Fixed Deposits	-	2.08
Cash in hand	33.25	22.08
Total	78.93	59.64

NOTE 16: REVENUE FROM OPERATIONS

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Gross Sale of Goods	12,003.31	5,472.80
Less: Inter-Branch Transfer Outward	1,690.56	1,143.10
Net Revenue	10,312.75	4,329.71

NOTE 17: OTHER INCOME

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Interest on FDR	0.82	0.11
Interest on Income Tax Refund	-	0.76
Interest Received	1.94	13.28
Total	2.76	14.15

NOTE 18: PURCHASES OF STOCK-IN-TRADE

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Gross Purchases	7,889.46	2,999.45
Goods in Transit	8.54	-
Less: Inter-Branch Transfer Inward	1,690.56	1,143.10
	6,207.43	1,856.35
Less: Discount Received	202.35	37.77
Net Purchases	6,005.08	1,818.58

NOTE 19: CHANGE IN INVENTORY

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Opening Inventory	966.22	731.24
Less: Closing Inventory	1,737.59	966.22
Less: Goods in Transit	8.54	-
Total	(779.91)	(234.98)

(All amount in lakhs INR unless otherwise stated)

(All amount in lakhs INR unless otherwise stated)

NOTE 20: EMPLOYEE BENEFIT EXPENSES

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Salaries, Wages & Bonus	875.52	614.47
Contribution to provident and other funds	46.08	29.24
Staff Welfare Expenses	27.21	5.81
Gratuity Expenses	34.07	42.04
Total	982.88	691.57

Note: All Salaries, Wages are directly related to main services.

NOTE 21: OTHER EXPENSES

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
IT Expenses	58.55	43.51
Promotion & Marketing Expenses	393.72	89.61
Licensing Fees	109.84	53.98
Consultancy Charges	90.13	63.20
Diwali Expenses	6.76	3.20
Power & Fuel	52.43	32.35
Freight Charges	38.19	43.44
Repairs & Maintenance Expenses	67.26	45.69
House Keeping Expenses	13.04	3.53
Insurance Expenses	3.95	4.43
Legal & Professional Charges	55.16	4.85
Office Expenses	19.18	16.14
Online Shipping Fee	114.21	61.96
Packing Material Expenses	30.64	25.56
Postage & Courier	2.73	1.63
Preliminary Expenses W/O	-	0.10
Printing & Stationery Expenses	13.06	6.48
Rate & Taxes	5.31	-
Rent & Lease Equalization	524.86	259.62
Commision Expenses	304.04	207.00
Security Service Charges	5.10	5.34
Telephone & Internet Expenses	5.53	3.35
Travelling Expenses	95.68	62.31
Director Sitting Fee	2.05	-
Bad & Doubtful Debts	14.86	62.64
Interest on MSME	1.30	0.29
Vehicle Running & Maintenance	3.21	2.55
Auditor's Remunerations	3.60	3.00
Total	2,034.38	1,105.72

NOTE 21 (A): AUDITOR'S REMUNERATIONS

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
As auditor		
Statutory Audit	2.40	2.50
Tax audit	0.60	0.50
Limited Review	0.50	-
Certification	0.10	-
Total	3.60	3.00

NOTE 21 (B): REPAIR & MAINTENANCE EXPENSES

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Repairs and maintenance		
Plant and machinery	6.39	2.76
Buildings	55.49	40.09
Others	5.38	2.84
Total	67.26	45.69

NOTE 22: DEPRECIATION AND AMORTIZATION EXPENSE

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Depreciation of tangible assets	181.23	156.43
Total	181.23	156.43

NOTE 23: FINANCE COSTS

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Interest On Loan	370.37	190.62
Interest On Deposits	5.41	71.61
Bank Charges	5.89	0.89
Other Fees & Charges	102.31	39.40
Total	483.98	302.51

NOTE 24: RELATED PARTIES DISCLOSURES

As required under Accounting Standard 18 "Related Party Disclosure" (AS-18), followings are the details of transactions during the year with the related parties of the company:

A. LIST OF RELATED PARTIES AND NATURE OF RELATIONSHIP WHERE CONTROL EXISTS

Name of Person	Designation
i. Key Managerial Personnel	
Jatinder Dev Seth	Managing Director & Promoter
Bhawna Seth	Whole-time Director & Promoter
Naresh Kumar (w.e.f. May 01, 2024)	Chief Financial Officer
Vishnu Kumar (w.e.f May 20, 2024 Till May 21, 2025)	Company Secretary
Ayati Gupta (w.e.f.May 24, 2025)	Company Secretary
ii. Enterprises over which Key Managerial Personnel and their relatives have the control	
InnovationM Mobile And Web Technologies Pvt Ltd	Shareholder & Promoter
Jaydee Enterprises	Proprietary Concern of Key Managerial Personnel
iii.Independent & Non-executive Directors	
Niraj Rajpal	Non-executive Director
Pankaj Lal Gupta (w.e.f. May 08, 2024)	Independent Director
Vishal Sharma (w.e.f. May 08, 2024)	Independent Director
Tarun Anand (w.e.f. May 08, 2024)	Independent Director

(All amount in lakhs INR unless otherwise stated)

(All amount in lakhs INR unless otherwise stated)

B. DISCLOSURE IN RESPECT OF TRANSACTIONS WITH RELATED PARTIES

Particulars	Nature of Transaction	As at 31 st March, 2025	As at 31 st March, 2024
Jatinder Dev Seth	Director Remuneration	60.00	54.00
	Loan Repaid	2.50	-
	Interest on Loan	0.73	0.66
Bhawna Seth	Director Remuneration	60.00	54.00
	Loan Repaid	0.99	-
	Interest on Loan	1.60	0.27
Naresh Kumar	Salary Paid	22.92	-
Vishnu Kumar	Salary Paid	6.60	-
	Loan Taken	-	-
Innovation M Mobile and Web Technologies Pvt Ltd	Loan Repaid	13.97	589.08
	Share Capital Issued during the year	-	113.30
	Interest on Loan	9.83	71.61
Jaydee Enterprises	Purchases	1.39	5.25
	Sales	-	0.99
Niraj Rajpal	Directors Sitting Fees	0.50	-
Pankaj Lal Gupta	Directors Sitting Fees	0.40	-
Vishal Sharma	Directors Sitting Fees	0.65	-
Tarun Anand	Directors Sitting Fees	0.50	-

C. DISCLOSURE IN RESPECT OF OUTSTANDING BALANCES OF RELATED PARTIES

Particulars	Nature of Transaction	As at 31 st March, 2025	As at 31 st March, 2024
Jatinder Dev Seth	Loan Payable / (Receivable)	27.99	29.77
Bhawna Seth	Loan Payable / (Receivable)	3.38	3.99
Naresh Kumar	Salary Payable	2.07	-
Vishnu Kumar	Salary Payable	0.48	-
InnovationM Mobile and Web Technologies Pvt Ltd	Loan Payable / (Receivable)	104.87	81.07

NOTE 25: DISCLOSURE UNDER AS-20 "EARNINGS PER SHARE (EPS)"

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Opening equity shares (Nos.)	66,33,000	50,00,000
Equity shares issued during the period (Nos.)	29,76,800	16,33,000
Closing equity shares (Nos.)	96,09,800	66,33,000
Weighted average number of equity shares used as denominator for Basic/ Diluted EPS (Nos.)	77,08,233	50,11,656
Net profit/(loss) after tax used as numerator for Basic/Diluted EPS	1,047.44	422.98
Basic earnings per Share (Amount in ₹)	13.59	8.44
Diluted earnings per Share (Amount in ₹)	13.59	8.44
Face value per share (Amount in ₹)	10	10

NOTE 26: FOREIGN CURRENCY INCOME/EXPENDITURE

FOREIGN CURRENCY EXPENDITURE DURING THE YEAR

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Forex Expenses during the Year	-	-

FOREIGN CURRENCY INCOME DURING THE YEAR

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Forex Income during the Year	-	-

NOTE 27: LIABILITIES RELATING TO EMPLOYEE BENEFITS

i. Defined Contribution plan

The Company has classified the various benefits provided to employees as under

- (a) Employee State Insurance Fund
- (b) Employee Provident Fund

THE EXPENSES RECOGNISED DURING THE PERIOD TOWARDS DEFINED CONTRIBUTION PLAN

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Employer's Contribution to Employee Provident Fund & ESI	46.08	29.24
	46.08	29.24

ii. Defined benefit plan- Gratuity

The Company should provide for gratuity for employees in india as per the Payment of Gratuity Act, 1972. Employees who are in contionous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. subject to a payment ceiling of Rs 20,00,000/-

Based on the acturarial valuation obtained from independent professional in this respect,the following table sets out the details of the emplyoe benefit obligation as at balance sheet date, however company not taken such provision, so this year is first year of provision created:

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset) liability and its components.

(a) Changes in present value of defined benefit obligations:

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Present value of obligation as at the beginning of the period	41.41	20.20
Acquisition Adjustment	-	-
Interest cost	3.00	1.49
Current service cost	18.69	10.21
Past service cost	-	-
Benefits paid	-4.24	-
Actuarial (gains) losses recognised in other comprehensive income	12.38	9.51
Balance at the end of the year	71.24	41.41

(b) Expense recognised in profit or loss

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Current service cost	18.69	10.21
Past service cost	-	-
Interest cost	3.00	1.49
Net acturarial (Gain) / loss recognized in the period	12.38	9.51
Total	34.07	21.21

(c) Remeasurements recognised in other comprehensive income

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Actuarial (gain)/loss arising from experience adjustment	-	-
Actuarial (gain) / loss arising from change in financial assumptions	-	-
Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
Total	-	-

(All amount in lakhs INR unless otherwise stated)

(All amount in lakhs INR unless otherwise stated)

(d) Actuarial assumptions

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Economic assumptions		
Discount rate	7.25%	7.25%
Future salary growth	5.00%	5.00%
Demographic assumptions		
Retirement age (Years)	60	60
Mortality table	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
Attrition rate (Percentage)		
- Up to 30 years	5%	5%
- From 31 to 44 years	3%	3%
- Above 44 years	2%	2%

(e) Maturity profile of defined benefit obligations

Particulars	Two to five year	More than 5 year
As at 31 March 2024	-	-
As at 31 March 2023	-	-

(e) Sensitivity analysis

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
	Increase	Decrease
Discount rate (0.5% movement)	(3.37)	3.65
Future salary growth (0.5% movement)	2.94	(2.70)

The sensitivity analysis is based on a change in above assumption while holding all other assumptions constant. The changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting year) has been applied when calculating the provision for defined benefit plan recognised in the Balance Sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous years.

Risk exposure:

The defined benefit plan is exposed to a number of risks, the most significant of which are detailed below:

Change in discount rates: A decrease in discount yield will increase plan liabilities, Mortality table: The gratuity plan obligations are to provide benefits for the life of the member, so increase in life expectancy will result in an increase in plan liabilities, Future salary growth: Salary growth rate impact plan liabilities.

(f) Bifurcation of defined benefit obligation at the end of the year

Particulars	As at 31 st March, 2025	As at 31 st March, 2024
Non-current	67.91	39.45
Current	3.33	1.96
Total	71.24	41.41

NOTE 28:

The balance appearing under the Trade Receivable, Trade Payables, Loan & Advances, Other Current Assets and Liabilities are subject to confirmation and reconciliation and consequent adjustments, if any, will be accounted for in the year of confirmation/reconciliation.

NOTE 29:

Claim against the company not acknowledged as debt –NIL

NOTE 30:

The Company has conducted the Impairment test as of 31st March 2025 as per AS-28 “impairment of Assets” and found that recoverable amount of the assets is not less than the carrying amount.

NOTE 31:

Liabilities for Leave Encashment is NIL as on 31.03.2025.

NOTE 32: DISCLOSURES IN RESPECT OF OPERATING LEASES ARE GIVEN AS FOLLOWS:

The company has taken premises on Operating cancellable Lease for period being 12 month commencing from 01-04-2024 to 31-03-2025. Lease payments under an operating lease should be recognised as an expenses on a straight line basis over the lease term. Lease payment of Rs. 96.01 Lakhs has been recognised as an expenses in the Statement of Profit and Loss.

Future minimum lease payments payable under cancellable operating leases in aggregate for the followings periods:

Particulars	As at 31 st March, 2025
With in 1 year	776.73
Between 1 and 2 years	759.44
Between 2 and 3 years	756.06
Between 3 and 4 years	779.64
Between 4 and 5 years	710.60
More than 5 years	2,919.95

NOTE 33: SEGMENT REPORTING:

The Company is engaged in the business of Fashion apparels Business. Its business are located and operated within India, As the Company's business activity primarily falls within a single business and geographical segment, there are no additional disclosures to be provided in terms of “Accounting Standards- 17” on “Operating Segment” issued by the “Institute of Chartered accountants of India”.

NOTE 34: CONTINGENT LIABILITIES

Particulars	Status	Financial Year	As at 31 st March, 2025	As at 31 st March, 2024
Capital Committed as per Agreement with Vendors	Capital Commitment	2024-2025	157.77	NIL

*Capital Commitment refer to the obligations a company or investor has agreed to, typically in the form of future investments or expenditure. These are not liabilities yet, but they represent promised spending on assets or projects.

(All amount in lakhs INR unless otherwise stated)

(All amount in lakhs INR unless otherwise stated)

NOTE 35: FINANCIAL RATIOS

Ratios	As at 31 st March, 2025	As at 31 st March, 2024	% Change
Current ratio	2.29	1.97	(16.06)%
Debt-Equity Ratio	0.68	1.48	54.21%
Debt Service Coverage Ratio	4.28	3.18	(34.56)%
Return on equity	26.90%	40.44%	33.47%
Inventory turnover ratio	3.87	1.87	(107.15)%
Trade receivables turnover ratio	2.31	1.87	(24.04)%
Trade payables turnover ratio	12.01	3.23	(272.30)%
Net capital turnover ratio	1.67	2.07	19.06%
Net profit ratio	10.16%	9.77%	(3.97)%
Return on capital employed (ROCE)	18.64%	18.77%	0.71%
Return on Investment	NA	NA	NA

Note: Reasons (for variance more than 25%)

- Debt-Equity Ratio:** The debt-equity ratio improved due to equity infusion from the IPO during the year.
- Debt Service Coverage Ratio:** The debt coverage ratio improved due to increased revenue and EBITDA during the year.
- Return on equity:** The return on equity declined due to an increase in shareholders' funds, despite higher revenue and net profit.
- Inventory Turnover Ratio:** The inventory turnover ratio improved due to better sales velocity and efficient inventory management.
- Trade payables turnover ratio:** The trade payable turnover ratio improved due to faster payments to suppliers and better working capital management.

NOTE: 36 ADDITIONAL DISCLOSURE

- The Company does not own or has its name any benami Property ,No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- The Company has not been declared as willful defaulter by any bank or financial Institution or other lender.
- The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- There are no transaction which involved undisclosed income during the year in the tax assessments under the Income Tax Act, 1961.
- There are no funds which 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise,
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- There are no funds which have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
 - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
- The Company (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has no CICs as part of the Company.

viii. The Company's immovable property title deeds are held only in the name of the Company, Currently no immovable property held by company

ix. No loans or advances in the nature of loans are granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, (a) that repayable on demand or (b) without specifying any terms or period of repayment.

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

xi. The Company has complied with the number of layers prescribed under Companies Act, 2013.

xii. Corporate social Responsibility (CSR) U/s 135 of Company act is not applicable on the company.

xiii. Previous year figures have been regrouped and reclassified where necessary for the purpose of comparison.

xiv. As per Ministry of Corporate Affairs Notification date February 16, 2015. Companies whose securities are listed on SME Platform as referred to in Chapter XB of the SEBI (Issue of Capital and Disclosure Requirements)Regulations 2009 are exempted from the compulsory requirement of adoption of Ind AS.

As per our report of even date
for NGMKS & Associates
Firm registration number: 024492N
Chartered Accountants

For and on behalf of the Board of Directors
Purple United Sales Limited

Nitin Goyal
Partner
Membership No.: 517698
Place: Delhi
Date: May 24, 2025

Bhawna Seth
Director
DIN: 07385656
Place: Delhi
Date: May 24, 2025

Jatinder Dev Seth
Director
DIN: 06944942
Place: Delhi
Date: May 24, 2025

Naresh Kumar
Chief Financial Officer
Place: Delhi
Date: May 24, 2025

Ayati Gupta
Company Secretary
M. No.: A63811
Place: Delhi
Date: May 24, 2025

PURPLE UNITED SALES LIMITED
(Formerly known as Purple United Sales Private Limited)
CIN: U51909DL2014PLC271636

Registered Office: Khasra No. 55/14 & 55/15, Near Rani Khera Road, Mundka, West Delhi, New Delhi, Delhi -110041

Corporate Office: Tower B, Ground Floor, Smartworks Corporate Park, Plot 1 & 2, Amity Road, Sector 125,

Noida, Gautam Buddha Nagar, Uttar Pradesh - 201303

Website: www.purpleunited.in; E-mail Id: cs@purpleunited.in

Phone: +91-9667792635/36

Notice

of the 11th Annual General Meeting

NOTICE is hereby given that the **11th Annual General Meeting** of the Members of **PURPLE UNITED SALES LIMITED** ("the Company") will be held on **Thursday, 25th September, 2025** at 12:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended on 31st March, 2025 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Jatinder Dev Seth (DIN: 06944942), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Alteration in Object Clause of the Memorandum of Association of the Company**

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

"RESOLVED THAT pursuant to Section 13 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder (including any amendment, re-enactment or statutory modification thereof, for the time being in force) and subject to such other requisite approvals as may be necessary or required, consent of the members be and is hereby accorded to alter Clause III A. THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION; and Clause III B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS of the Memorandum of Association of the Company by inserting following new sub-clauses III(A) (1A) and III(B) (15A & 15B):

III(A) 1A To carry on the business of providing, establishing, maintaining, developing, running, operating, and managing facilities for the manufacturing, trading (wholesale and retail), distribution, import, export,

buying, and selling (including through internet, e-commerce platforms, retail shops, and franchisees) of all types of readymade garments, footwear, shoe care products, sports goods, bags, luggage, cosmetics, watches, sunglasses, perfumes, hosiery goods, accessories, headgear, baby care products, toys, educational toys, electronic toys (toys of all kind), books, diapers, strollers, car seats, kids furniture, fashion accessories, jewellery products, baby baths, musical instruments, games, board games, electronic games (games of all kind), sports equipment, and all related products for infants, toddlers, and children in India and/ or abroad; and to own, develop, and operate websites, undertake logistics and allied activities, and provide all services necessary to enable the sale and delivery of such goods and services to customers.

III(B) 15A "To borrow or raise money, in such manner as the Company may think fit, including (but not limited to) the issuance of debentures, bonds or other instruments, and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien on all or any of the property or assets of the Company (both present and future) including its uncalled capital, and also by a similar mortgage, charge or lien, to secure and guarantee the performance by the Company or any other person or company of any obligation undertaken by the Company or any other person or company as the case may be."

15B "To borrow money from banks, financial institutions, non-banking financial companies (NBFCs), body corporates and other agencies, whether in India or abroad, on such terms as may be decided by the Board of Directors from time to time, for furtherance of objects of the Company."

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee/official authorized by the Board of Directors for this purpose) be and is hereby authorised to do all such acts, matters, deeds and things and to sign all such documents, papers and writings as may be considered necessary or expedient in connection with or incidental, to give effect to this resolution."

4. **Approval for increase in Authorized Share Capital of the Company and consequent alteration of Capital Clause of Memorandum of Association of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and 64 of the Companies Act, 2013 (the "Act") read with Rule 15 of the Companies (Share Capital & Debentures) Rules, 2014 (the "Rules") and all other applicable provisions of the Act (including any statutory modifications or re-enactments thereof, for the time being in force) and applicable provisions of the Articles of Association of the Company, the consent of the Members of the Company, be and is hereby accorded to increase the authorized share capital of the Company from Rs. 11,00,00,000/- (Rupees Eleven Crores only) divided into 1,10,00,000 (One Crore Ten Lakhs) equity shares of Rs. 10/- each to Rs. 15,00,00,000/- (Rupees Fifteen Crores only) divided into 1,50,00,000 (One Crore Fifty Lakhs) equity shares of Rs.10 /- each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause:

V. "The Authorized Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores only), which shall consist of 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares having face value of Rs. 10/- each."

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee/official authorized by the Board of Directors for this purpose) be and is hereby authorised to do all such acts, matters, deeds and things and to sign all such documents, papers and writings as may be considered necessary or expedient in connection with or incidental, to give effect to this resolution."

5. **Alteration in the Articles of Association of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 5 and 14 of the Companies Act, 2013 ("the Act") read with the rules there under and all other applicable provisions, if any, of the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force) or any other applicable laws for the time being in force and subject to all other necessary approvals, permissions, consents and sanctions, if required, of concerned statutory, regulatory and other appropriate authorities, if any, the consent of the Members of the Company be and is hereby accorded for alteration of the Articles of Association of the Company by inserting following

new clause 92 with the heading "Further issue of capital "after clause 91:

92. Further issue of capital

- The Board or the Company, as the case may be, may, in accordance with the Act and the Rules, issue further shares to –
 - (a) persons who, at the date of offer, are holders of equity shares of the Company; such offer shall be deemed to include a right exercisable by the person concerned to renounce the shares offered to him or any of them in favour of any other person; or
 - (b) employees under any scheme of employees' stock option; or
 - (c) any persons, whether or not those persons include the persons referred to in clause (a) or clause (b) above.
- A further issue of shares may be made in any manner whatsoever as the Board may determine including but not limiting to issue by way of preferential offer or private placement, subject to and in accordance with the Act and the Rules and other applicable laws.
- The Company may from time to time issue sweat equity shares in compliance with Section 54 of the Act and other applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee/official authorized by the Board of Directors for this purpose) be and is hereby authorised to do all such acts, matters, deeds and things and to sign all such documents, papers and writings as may be considered necessary or expedient in connection with or incidental, to give effect to this resolution."

6. **Approval of Purple United Sales Limited Employees Stock Option Scheme - 2025**

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

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, Regulation 6(1) and other applicable provisions, if any, of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI (SBEB & SE) Regulations"), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and other applicable rules and regulations issued by the Securities and Exchange Board of India (including any statutory modification(s) or re-enactment(s) thereof, for the time

being in force), relevant provisions of Memorandum of Association and Articles of Association of the Company and any other applicable and prevailing statutory Guidelines / Circulars in that behalf and subject to such other approval(s), consent(s), permission(s) and / or sanction(s) as may be necessary from the appropriate regulatory authority(ies) / institution(s) and such conditions and modifications as may be prescribed / imposed by the appropriate regulatory authority(ies) / institution(s) while granting such approval(s), consent(s), permission(s) and/or sanction(s), the consent of the Members of the Company be and is hereby accorded to adopt Purple United Sales Limited Employee Stock Option Scheme – 2025 (“Scheme”), the salient features of which are detailed in the Statement pursuant to Section 102 of the Companies Act, 2013 annexed to this Notice, and the Board of Directors (including any committee authorized by the Board of Directors for this purpose) be and is hereby authorised to create, grant, offer, issue and allot under the Scheme, in one or more tranches, not exceeding 7.5% of the paid up capital of the Company, as expanded from time to time, as on 31st March, 2025 comprising into 7,20,735 (Seven Lakhs Twenty Thousand Seven Hundred and Thirty Five) Employee Stock Options (“Options”) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) to or for the benefit of Employees and Directors of the Company, and to such other persons as may, from time to time, be allowed to be eligible for the benefits of the Scheme (as permitted under the applicable laws from time to time), exercisable into not more than 7,20,735 (Seven Lakhs Twenty Thousand Seven Hundred and Thirty Five) Equity Shares (“Shares”) of face value of Rs. 10/- each (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) on such terms and in such manner as the Board of Directors may decide in accordance with the provisions of the applicable laws and the provisions of the Scheme.

RESOLVED FURTHER THAT the Scheme shall be administered by the Nomination and Remuneration Committee (“Committee”) of the Company who shall have all necessary powers as defined in the Scheme and is hereby designated as Compensation Committee in pursuance of the SEBI (SBEB & SE) Regulations, SEBI Listing Regulations for the purpose of administration and superintendence of the Scheme.

RESOLVED FURTHER THAT the Scheme shall be implemented through direct route, for extending the benefits to the eligible Employees by the way of fresh allotment and will follow cash mechanism.

RESOLVED FURTHER THAT the new Equity Shares, to be issued and allotted by the Company under the Scheme shall rank pari passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take requisite steps for listing of the equity shares allotted under the Scheme on the stock exchanges where the equity shares of the Company are listed in due compliance with SEBI (SBEB & SE) Regulations and other applicable laws.

RESOLVED FURTHER THAT the Company shall conform to the applicable Accounting Policies, Guidelines or Accounting Standards as may be applicable from time to time, including the disclosure requirements prescribed therein.

RESOLVED FURTHER THAT the Board of Directors (including any committee/official authorized by the Board of Directors for this purpose), subject to compliance with the SEBI (SBEB & SE) Regulations and other applicable laws, rules and regulations, be and are hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the Scheme and to do all such acts, deeds, matters and things as it may in its absolute discretion deems fit for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the Scheme and do all other things incidental and ancillary thereof.

RESOLVED FURTHER THAT the Board of Directors (including any committee/official authorized by the Board of Directors for this purpose) be and are hereby authorised to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary including but not limited to appoint Advisors, Merchant Bankers, Consultants or Representatives, being incidental for the effective implementation and administration of the Scheme and to make applications to the appropriate Authorities, for their requisite approvals and to take all necessary actions and to settle all such questions, difficulties or doubts whatsoever that may arise while implementing this resolution.

RESOLVED FURTHER THAT the Board of Directors (including any committee/official authorized by the Board of Directors for this purpose) be and are hereby also authorised to nominate and appoint one or more persons for carrying out any or all of the activities that the Board of Directors are authorized to do for the purpose of giving effect to this resolution.”

By order of the Board
For Purple United Sales Limited

Ayati Gupta
Company Secretary
Membership No. A63811

Place: Noida
Date: 27th August, 2025

Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (the "Act") setting out all material facts concerning Special Businesses to be transacted at the Annual General Meeting ("AGM" / "Meeting") is annexed hereto and forms part of this Notice.
2. In accordance with the provisions of the Act read with the Rules made thereunder and General Circular No. 09/2024 dated 19th September, 2024, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024 issued by SEBI ("the Circular"), companies are allowed to hold AGM through video conferencing/ other audio visual means ("VC / OAVM") till 30th September, 2025, without the physical presence of members. The 11th AGM of the Company is being conducted through VC / OAVM, without the physical presence of the members at a common venue. The detailed procedure for participating in the Meeting through VC / OAVM Facility is mentioned hereunder in this Notice. The deemed venue for the AGM shall be the Registered Office of the Company viz. Khasra No. 55/14 & 55/15, Near Rani Khera Road, Mundka, West Delhi, New Delhi, Delhi, India, 110041.
3. Pursuant to the provision of the Act, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under Section 105 of the Act will not be available for the AGM. However, in pursuance of Section 112 and 113 of the Act, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC / OAVM on their behalf and participate thereat and cast their votes through remote e-voting.
4. Since the AGM will be held through VC / OAVM facility, the Proxy Form, Attendance Slip and Route Map are not annexed hereto.
5. The details of director retiring by rotation in the ensuing AGM as required pursuant to the provisions of SEBI Listing Regulations and Secretarial Standard on General Meetings ("Secretarial Standard - 2"), as applicable, are provided in the Annexure - I to the Explanatory Statement to the Notice.
6. **Dispatch of Notice of AGM and Annual Report through Electronic Mode:**
 - i. Pursuant to the aforesaid MCA Circulars and SEBI

Circulars, the Notice of AGM and the Annual Report for the financial year 2024-25 are being sent only through electronic mode to those Members whose email addresses are registered with the Company /RTA or the Depositories. Members whose email address is not registered may contact and update their email address with their respective Depository Participant(s). Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website at www.purpleunited.in, website of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and also on the website of the RTA i.e. KFin Technologies Limited ("RTA"/ "Kfin") at www.kfintech.com. A letter providing the web-link, including the exact path, where complete details of the Annual Report is available will be sent to those Members who have not registered their email address.

- ii. The Notice of AGM will be sent to those Members / Beneficial Owners electronically, whose name will appear in the Register of Members / List of Beneficiaries received from the depositories as on Friday, 29th August, 2025.
- iii. Any person who has acquired shares and become member of the Company after the dispatch of this Notice and holding shares as on the cut-off date i.e. Thursday, 18th September, 2025, may obtain electronic copy of Notice of AGM and the Annual Report by sending a request to the Company or Company's RTA.

7. The cut-off date to determine the eligibility for the purpose of voting through electronic means in the AGM is Thursday, 18th September, 2025.
8. Attendance of the Members of the Company, participating in the AGM through VC / OAVM Facility will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. **Procedure for Voting through Electronic Means (Remote e-Voting):**

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the businesses to be transacted at the AGM and facility for those Members participating in the AGM to cast vote through e-Voting system during the AGM of the Company to be held on Thursday, 25th September, 2025. The Company has appointed

Mr. Mohit Singh Kharayat (COP No. 16922) of M/s. Mohit Singh Kharayat & Co., Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner. The list of shareholders / beneficial owners shall be reckoned on the equity shares as on 18th September, 2025. The remote e-voting period will commence on 22nd September, 2025 at 09:00 a.m. (IST) and will end on 24th September, 2025 at 05:00 p.m. (IST). During this period, shareholder of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 18th September, 2025, may cast their vote electronically. The remote e-voting module shall be disabled by KFin Technologies Limited ("Kfintech") for voting thereafter. Once the vote on a resolution is cast by a Member, whether partially or otherwise, it shall not be allowed to change subsequently. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as "ABSTAINED". Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.

Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020 and under Regulation 44 of the SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

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.

Login method for Individual shareholders holding securities in demat mode is given below:

- i. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 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 abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL / NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1. User already registered for Easi / Easiest facility of CDSL may follow the following procedure:</p> <ol style="list-style-type: none"> Type in the browser / Click on any of the following links: https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com and click on New System Myeasi / Login to My Easi option under Quick Login (best operational in Internet Explorer 10 or above and Mozilla Firefox). Enter your User ID and Password for accessing Easi / Easiest. You will see Company Name: "Purple United Sales Limited" on the next screen. Click on the e-Voting link available against Purple United Sales Limited or select e-Voting service provider "KFinTech" and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication <p>2. User not registered for Easi / Easiest facility of CDSL may follow the following procedure:</p> <ol style="list-style-type: none"> To register, type in the browser / Click on the following link: https://web.cdslindia.com/myeasitoken/home/login Provide Demat Account Number and PAN. System will authenticate user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account. On successful authentication, you will enter the e-voting module of CDSL. Click on the e-Voting link available against Purple United Sales Limited or select e-Voting service provider "KFinTech" and you will be redirected to the e-Voting page of KFinTech to cast your vote without any further authentication. <p>3. User may directly access the e-Voting module of CDSL as per the following procedure:</p> <ol style="list-style-type: none"> Type in the browser / Click on the following link: www.cdslindia.com Click on Evoting tab and provide your demat Account Number and PAN. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. On successful authentication, You will be able to see Company Name: "Purple United Sales Limited" on the next screen. Click on the e-Voting link available against Purple United Sales Limited or select e-Voting service provider "KFinTech" and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.

Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1. User already registered for IDeAS e-Services facility of NSDL may follow the following procedure:</p> <ol style="list-style-type: none"> Type in the browser / Click on the following e-Services link: https://eservices.nsdl.com Click on the button "Beneficial Owner" available for login under 'IDeAS' section. A new page will open. Enter your User ID and Password for accessing IDeAS. On successful authentication, you will enter your IDeAS service login. Click on "Access to e-Voting" under Value Added Services on the panel available on the left hand side. You will be able to see Company Name: "Purple United Sales Limited" on the next screen. Click on the e-Voting link available against Purple United Sales Limited or select e-Voting service provider "KFinTech" and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication. <p>2. User not registered for IDeAS e-Services facility of NSDL may follow the following procedure:</p> <ol style="list-style-type: none"> To register, type in the browser / Click on the following e-Services link: https://eservices.nsdl.com Select option "Register Online for IDeAS" available on the left hand side of the page Proceed to complete registration using your DP ID, Client ID, Mobile Number etc. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote <p>3. User may directly access the e-Voting module of NSDL as per the following procedure:</p> <ol style="list-style-type: none"> Type in the browser / Click on the following link: https://www.evoting.nsdl.com/ Click on the button "Login" available under "Shareholder/Member" section. On the login page, enter User ID (i.e., 16-character demat account number held with NSDL, starting with IN), Login Type, i.e., through typing Password (in case you are registered on NSDL's e-voting platform) / through generation of OTP (in case your mobile / e-mail address is registered in your demat account) and Verification Code as shown on the screen. You will be able to see Company Name: "Purple United Sales Limited" on the next screen. Click on the e-Voting link available against Purple United Sales Limited or select e-Voting service provider "KFinTech" and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DPs)	<ol style="list-style-type: none"> 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 toll free no. 1800 22 55 33
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 022 - 4886 7000 and 022 - 2499 7000

Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode is given below:

ii. In case a member receives an e-mail from Kfin [for members whose e-mail address are registered with the Company / Depository Participant(s)] which includes details of e-Voting Event Number ("EVEN"), user id and password:

- Launch internet browser by typing the URL: <https://evoting.kfintech.com>.
- Enter the login credentials (User ID and password provided in the e-mail). The E-Voting Event Number+Folio No. or DP ID Client ID will be your User ID. If you are already registered with KFinTech for e-voting, you can use the existing password for logging-in. If required, please visit [https:// evoting.kfintech.com](https://evoting.kfintech.com) or contact toll-free number 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days) for assistance on your existing password.
- After entering these details appropriately, click on "LOGIN"
- You will now reach Password Change Menu wherein you are required to mandatorily change your password upon logging-in for the first time. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- You need to login again with the new credentials.
- On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Purple United Sales Limited.
- On the voting page, enter the number of shares as on the Cutoff Date under either "FOR" or "AGAINST" or alternatively, you may partially enter any number under "FOR" / "AGAINST", but the total number under "FOR" / "AGAINST" taken together should not exceed your total shareholding as on the Cut-off Date. You may also choose to "ABSTAIN" and vote will not be counted under either head.

- Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- Voting has to be done for each item of this Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as "ABSTAINED".
- You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
- A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify.
- Once you confirm, you will not be allowed to modify your vote.
- Institutional / corporate members (i.e., other than Individuals, HUFs, NRIs, etc.) are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutiniser at e-mail id: pcs.mohitsingh@gmail.com with a copy marked to evoting@kfintech.com and to the Company at cs@purpleunited.in. Such authorisation shall contain necessary authority for voting by its authorised representative(s). It is also requested to upload the same in the e-voting module in their login. The naming format of the aforesaid legible scanned document shall be "Corporate Name EVEN".

iii. In case of a member whose e-mail address is not registered / updated with the Company / KFin / Depository Participant(s), please follow the following steps to generate your login credentials:

- Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to temporarily get their email address and mobile number provided with KFinTech, by sending an e-mail to evoting@kfintech.com or by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at cs@purpleunited.in.
- Members holding shares in dematerialised mode who have not registered their e-mail address with their Depository Participant(s) are requested to register / update their e-mail address with the Depository Participant(s) with which they maintain their demat accounts.
- After due verification, the Company / KFinTech will forward your login credentials to your registered e-mail address.

d. Follow the instructions at ii.(a) to (m) to cast your vote.

e. Members can also update their mobile number and e-mail address in the "user profile details" in their e-voting login on <https://evoting.kfintech.com>.

f. Any person who has forgotten the User ID and Password, may obtain / generate / retrieve the same from KFinTech in the manner as mentioned below:

a. If the mobile number of the member is registered against his / her / its Folio No./ DP ID Client ID:

In case the shares are held in dematerialised mode: The member may send SMS: **MYEPWD DP ID Client ID to 9212993399**

Example for NSDL: MYEPWD IN12345612345678 Example for CDSL: MYEPWD 1402345612345678

In case the shares are held in physical mode: The member may send SMS **MYEPWD E-Voting Event Number + Folio No. to 9212993399**

Example for Physical: MYEPWD XXXX123456789

b. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate password.

c. Member may call on KFinTech's tollfree number 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days).

d. Member may send an e-mail request to evoting@kfintech.com. After due verification of the request, User ID and password will be sent to the member.

e. If the member is already registered with KFinTech's e-voting platform, then he / she / it can use his / her / its existing password for logging-in.

f. In case of any query on e-voting, members may refer to the "Help" and "FAQs" sections / E-voting user manual available through a dropdown menu in the "Downloads" section of KFinTech's website for e-voting:

<https://evoting.kfintech.com> or Mr. Mohammed Shanoor, at evoting@kfintech.com or call KFinTech's toll free No. 1-800-309-4001 for any further clarifications.

iv. **CONTACT DETAILS FOR ASSISTANCE ON E-VOTING AND ATTENDING AGM:**

Members are requested to note the following contact details for addressing e-voting related grievances:

Mr. Mohammed Shanoor, Assistant Manager
KFin Technologies Limited
Selenium Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032
Toll-free No.: 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days)
E-mail: evoting@kfintech.com

v. **E-VOTING RESULT:**

The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting (Insta Poll) and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman and Managing Director of the Company or any person authorized by him. The results of e-voting will be announced on or before Monday, 29th September, 2025 and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of the Company: www.purpleunited.in and on the website of KFinTech: <https://evoting.kfintech.com>. The result will simultaneously be communicated to the Stock Exchange and will also be displayed at the registered office of the Company.

Subject to receipt of requisite number of votes, the Resolutions proposed in this Notice shall be deemed to have been passed on the date of the Meeting, i.e., Thursday, 25th September, 2025.

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

- Members will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFinTech. After logging in, click on the "Video Conference" tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

2. Facility for joining AGM though VC/ OAVM shall open atleast 30 minutes before the commencement of the Meeting.

3. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

4. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members 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.

5. The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from Kfintech. On successful login, select ‘Speaker Registration’ which will opened from 20th September, 2025 to 21st September, 2025. Members shall be provided a ‘queue number’ before the meeting. Those Members who have registered themselves as a speaker will only be allowed to speak/express their views/ask questions during the AGM provided they hold shares as on the cut-off date i.e. Thursday, 18th September, 2025. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

6. The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select ‘Post Your Question’ option which will opened from 20th September, 2025 to 21st September, 2025.

7. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

8. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

9. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.
10. Equity Shares of the Company are under Compulsory Demat segment. Those members who have not yet got their Equity Shares dematerialised are requested to contact any of the Depository Participants (“DPs”) in their vicinity for getting their shares dematerialised.

11. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical mode can submit a self-attested copy of their PAN Card to the Company / RTA.

12. Members are requested to immediately notify to the Registrar any change in their address, in respect of equity shares held in physical mode and to their depository participants (DPs) in respect of equity shares held in dematerialised form.

13. As per the provisions of Section 72 of the Act, the facility for making the nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their Depository Participant (DP) in case the shares are held in electronic form and to Kfin Technologies Limited (Kfin) in case the shares are held in physical form.

14. Non-Resident Indian Members are requested to inform the Company’s RTA immediately:

a) the particulars of their Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank with pincode number, if not furnished earlier.

b) any change in their residential status on return to India for permanent settlement.

15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

16. Members should quote their Folio No. / DP Id-Client Id, email addresses, telephone / fax numbers to get a prompt reply to their communications.

SEBI vide its circular dated 31st July, 2023 has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising

in the Indian Securities Market. In accordance with the said circular, Members, after exhausting the option to resolve their grievances with the RTA / Company directly and through the existing SCORES platform, can initiate dispute resolution through the ODR Portal.

17. The voting rights of the members for remote e-voting and e-voting at the AGM shall be in proportion to the paid-up value of their shares in the total paid-up share capital of the Company carrying voting rights, as on the cut-off date, being 18th September, 2025. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
18. The register of directors and key managerial personnel (KMP) and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee from the date of circulation of this Notice up to the date of AGM, i.e. 25th September, 2025. Members seeking to inspect such documents can send an email to cs@purpleunited.in.
19. In case of joint holders attending the Meeting, only the Member whose name appears first will be entitled to vote.
20. The Board of Directors has appointed Mr. Mohit Singh Kharayat, Partner (COP No. 16922) of M/s. Mohit Singh Kharayat & Co., Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner.
21. The Scrutinizer shall after the conclusion of voting at the general meeting, count the votes cast at the meeting through e-voting and votes cast through remote e-voting and shall make, within 2 working days from the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, and shall submit the same to the Chairman or a person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.
22. The results declared along with the report of the scrutinizer shall be placed on the Company’s website at www.purpleunited.in and on the website of RTA immediately after the declaration of the results and simultaneously communicated to the Stock Exchanges. Further, the results of the voting shall also be displayed on the notice board of the Company at its Registered Office.

Summarised information at glance

Particulars	Details
Time and Date of AGM	Thursday, 25 th September, 2025 at 12:00 p.m. (IST)
Venue/Mode	Through video conference at below link: https://emeetings.kfintech.com/
Cut-off date for e-voting	Thursday, 18 th September, 2025
E-voting Start time and date	Monday, 22 nd September, 2025 (9:00 a.m. IST)
E-voting end time and date	Wednesday, 24 th September, 2025 (5:00 p.m. IST)
E-voting website links (Please use as applicable to you)	https://evoting.kfintech.com/ https://eservices.nsdl.com https://web.cdslindia.com/myeasitoken/home/login

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard - 2 issued by The Institute of Company Secretaries of India)

The following Statement sets out all material facts relating to the businesses mentioned under Item Nos. 3, 4, 5 and 6 of the accompanying Notice dated 27th August, 2025 and shall be taken as forming part of the Notice.

Item No. 3

The Company has long-term growth objectives that align with its vision to expand both domestically and internationally. To support this strategy and help achieve its business goals, the Board of Directors proposes to amend the Objects Clause of the Memorandum of Association (MOA). This amendment will provide the Company with the flexibility to diversify its product lines and extend its reach within India and globally.

The Board believes that diversification of the Company's activities will be in the best interests of both the Company and its shareholders. To facilitate the expansion of the Company's operations, the Board of Directors at its meeting held on 27th August, 2025, approved and recommended the inclusion of new objectives in the MOA. This will be done by adding Clause IIIA(1A) to the Main Objects and Clause 15A & 15B to the Incidental or Ancillary Objects, as outlined in the resolution under Item No. 3 of this Notice. These new clauses will be incorporated after the existing sub-clause III(A)(1) and Clause IIIB sub-clause 15 of the MOA.

The proposed alteration/amendment to MOA requires the approval of the Shareholders by means of Special Resolution(s) pursuant to the provisions of the Companies Act, 2013 and relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force).

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item no. 3 of the Notice.

The Board of Directors recommends the resolution as set out at Item No. 3 of this Notice for approval by the members by way of a Special Resolution.

Item No. 4

The Company was formed with an authorised capital of Rs.5,00,000 (Rupees Five Lakhs) comprising of 50,000 Equity Shares of Rs.10 each. The authorised capital was further increased to Rs. 50,00,000 (Rupees Fifty Lakhs) comprising of 5,00,000 Equity Shares of Rs.10 each in March 2019, Rs. 1,20,00,000 (Rupees One Crore Twenty Lakhs) comprising of 12,00,000 Equity Shares of Rs.10 each in November 2019, Rs. 5,00,00,000 (Rupees Five Crores)

comprising of 50,00,000 Equity Shares of Rs.10 each in July 2022, Rs. 7,00,00,000 (Rupees Seven Crores) comprising of 70,00,000 Equity Shares of Rs.10 each in March 2024 and Rs. 11,00,00,000 (Rupees Eleven Crores) comprising of 1,10,00,000 Equity Shares of Rs.10 each in May 2024.

Over the years, the volume of business has been increasing constantly and the company has also embarked upon expansion plans. In order to facilitate any further capital issuances, the Board of Directors at its meeting held on 27th August, 2025, have recommended the authorised equity share capital from the existing Rs. 11,00,00,000 (Rupees Eleven Crores) comprising of 1,10,00,000 Equity Shares of Rs.10 each to Rs. 15,00,00,000 (Rupees Fifteen Crores) comprising of 1,50,00,000 Equity Shares of Rs.10 each, ranking pari passu, to the existing equity shares.

The increase in the authorised share capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company and approval of the Members at the Annual General Meeting is required to be obtained in this respect to increase the authorised share capital of the Company and consequently alter the Memorandum of Association of the Company, as per the applicable provisions of the Companies Act, 2013. A copy of the Memorandum of Association of the Company along with proposed alteration is available for inspection by Members of the Company.

Pursuant to the provisions of Section 13 & 61 of the Companies Act, 2013, approval of the Members is required for increasing the Authorised Share Capital of the Company and alteration in the Memorandum of Association of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item no. 4 of the Notice.

The Board of Directors recommends the resolution as set out at Item No. 4 of this Notice for approval by the members by way of an Ordinary Resolution.

Item No. 5

The Board of directors in their meeting held on 27th August, 2025 proposed to alter the Articles of Association of the Company in order to enable the Company to issue further share capital.

The Board of Directors apprised that it is mandatory to raise funds in consonance with the powers entailed in Articles of Association. Since the company doesn't have further issue/ fund raising related powers, it is a necessary measure to alter the Articles of Association to broaden the powers of company.

Consequently, the Board of Directors of your Company has approved and recommended alteration to the Articles of Association by insertion of new clause following clause 91 to the Articles of Association of the company.

The proposed alteration/amendment to AOA requires the approval of the Shareholders by means of Special Resolution(s) pursuant to the provisions of the Companies Act, 2013 and relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force).

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item no. 5 of the Notice.

The Board of Directors recommends the resolution as set out at Item No. 5 of this Notice for approval by the members by way of a Special Resolution.

Item No. 6

Equity based compensation is considered to be an integral part of employee compensation across sectors which enables alignment of personal goals of the employees with organizational objectives by participating in the ownership of the Company. The Board of Directors of your Company understands the need to enhance the employee engagement, to reward the employees for their association and performance as well as to motivate them to contribute to the growth and profitability of the Company.

In order to reward and retain the employees and to create a sense of ownership and participation amongst them, the Board of Directors has in its meeting held on 27th August, 2025 approved and recommended "Purple United Sales Limited Employees Stock Option Scheme – 2025" ("Scheme") to or for the benefit of such Employees as defined in the Scheme and explained hereinbelow.

In terms of Regulation 6 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI (SBEB & SE) Regulations") and Section 62 and other applicable provisions of the Companies Act, 2013, issue of Shares under an Employee Stock Options Scheme requires an approval of the existing Members by way of Special Resolution.

The salient features and other details of the Scheme as required pursuant to Regulation 6(2) of SEBI (SBEB & SE) Regulations are as under:

- Brief Description of the Scheme: The Scheme shall be called as Purple United Sales Limited Employees Stock Option Scheme – 2025 (hereinafter referred as "PUSL ESOP 2025"/ "Scheme").

The objective of PUSL ESOP 2025 is to attract, retain, reward and motivate all employees for their performance, leading to their continuous contribution to the growth and profitability of the Company, to provide additional deferred rewards to employees and create a sense of ownership and participation amongst the Employees to share the value they create for the Company in the years to come. Furthermore, it enables these employees to take a long-term view of the success of the Company and ties their long-term rewards to the creation of superior shareholder value.

- The total number of Stock Options to be granted under the Scheme: The maximum number of Options that may be granted pursuant to this Scheme shall not exceed 7.5 % of the paid up capital of the Company, as expanded from time to time, as on 31st March, 2025 comprising into 7,20,735 (Seven Lakhs Twenty Thousand Seven Hundred Thirty-Five) which shall be convertible into equal number of Equity Shares ("Shares").

If any Option granted under the Scheme lapses or is forfeited or surrendered under any provision of the Scheme, such Option shall be available for further grant under the Scheme unless otherwise determined by the Board of Directors of the Company (hereinafter referred to as the "Board of Directors" which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee).

Further, the maximum number of Options that can be granted and the Shares arise upon exercise of these Options shall stand adjusted in case of corporate action (as defined in the Scheme).

- Identification of classes of Employees entitled to participate in the Scheme:
 - an employee as designated by the Company, who is exclusively working in India or outside India; or
 - a director of the Company, whether a whole-time director or not, including a non-executive Director who is not a promoter or member of the promoter group, but excluding an Independent Director; or
 - an employee as defined in clause (i) or (ii) of a Subsidiary or an Associate, in India or outside India, or of a holding company of the Company.

but does not include

- an employee who is a Promoter or a person belonging to the Promoter Group; or
- a director who either by himself or through his relatives or through any body corporate, directly or indirectly holds more than ten percent of the outstanding equity shares of the Company.

4. Requirement of Vesting and period of Vesting: Vesting Period shall commence from the Grant Date subject to minimum of 1 (One) year from the Grant Date and a maximum of 4 (Four) years from the Grant Date, at the discretion of and in the manner prescribed by the Board of Directors and set out in the Grant Letter.

Vesting of Options can vary from Grantee (i.e an Employee to whom Options have been granted under the Scheme) to Grantee as per the discretion of the Board of Directors whose decision shall be final and binding.

The actual vesting would be subject to the continued employment of the Grantee and may further be linked with the certain performance and other criteria's, as determined by the Board of Directors and mentioned in the Grant Letter.

5. Maximum period within which the Options shall be vested: Maximum period within which the Options shall be vested is four (4) years from the Date of Grant.

6. Exercise Price or Pricing Formula: Under this Scheme, the Exercise Price will be decided by the Committee at the time of Grant on the basis of Market Price.

"Market Price" means the latest available closing price on a recognised stock exchange on which the shares of the company are listed on the date immediately prior to the Relevant Date.

Explanation – If such shares are listed on more than one recognised stock exchange, then the closing price on the recognized stock exchange having higher trading volume shall be considered as the market price.

7. Exercise period and process of Exercise: After Vesting, Options can be Exercised during the exercise window either wholly or partly, within a maximum period of 1 (One) year from the date of respective Vesting, through Cash Mechanism after submitting the Exercise application along with payment of the Exercise Price, applicable taxes and other charges, if any.

Exercise window within which vested options can be exercised shall be opened as decided and communicated by the Board of Directors.

The mode and manner of the exercise shall be communicated to the Grantees individually.

8. Appraisal process for determining the eligibility of the Employees to the scheme: The Board of Directors may on the basis of all or any of the following criteria, decide on the Employees who are eligible for the Grant of Options under the Scheme, the number of Options to be Granted and the terms and conditions thereof.

- Longevity of Service: It will be determined on the basis of tenure of employment of an Employee in the Company.
- Performance of Employee: Employee's performance during the financial year in the Company on the basis of decided parameters.
- Performance of Company: Performance of the Company as per the standards to be set by the Committee/ Board of Directors from time to time.
- Any other criteria like seniority of the Employee, criticality of the role, contribution towards strategic growth, contribution to team building and succession, cross-functional relationship, expected role for the corporate growth, future contribution potential of the Employee etc. or such other criteria as may be determined by the Committee in consultation with Board of Directors from time to time.

9. The Maximum number of Options to be granted per Employee and in aggregate: The maximum number of Options that may be granted pursuant to this Scheme shall not exceed 7.5% of the paid up capital of the Company, as expanded from time to time, as on 31st March, 2025 comprising into 7,20,735 (Seven Lakhs Twenty Thousand Seven Hundred and Thirty Five) Options which shall be convertible into equal number of Shares.

Subject to availability of Options in the pool under the Scheme, the maximum number of Options that can be granted to any eligible Employee during any one year shall not be equal to or exceed 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of Grant. The Committee may decide to Grant such number of Options equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) to any eligible Employee as the case may be, subject to the separate approval of the Shareholders in a general meeting.

10. The Maximum quantum of benefits to be provided per Employee under the scheme: The maximum quantum of benefits that will be provided to every eligible employee under the Scheme will be the difference between the market value of Company's share on the recognized stock exchange as on the Date of Exercise of Options and the Exercise Price paid by the Employee.
11. Whether the Scheme(s) is to be implemented and administered directly by the Company or through a Trust: The Scheme shall be implemented through direct route for extending the benefits to the eligible Employees by the way of fresh allotment and will follow cash mechanism.

The Scheme shall be administered by the Nomination and Remuneration Committee of the Company.

12. Whether the Scheme involves new issue of shares by the company or secondary acquisition by the Trust or both: The Scheme involves new issue of Equity Shares by the Company.
13. The amount of loan to be provided for implementation of the Scheme by the Company to the Trust, its tenure, utilization, repayment terms, etc.: Not applicable, since the Scheme is proposed to be implemented by direct route.
14. The Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the Trust for the purposes of the Scheme: Not applicable, since the Scheme is proposed to be implemented by direct route.
15. Disclosure and accounting policies: The Company shall comply with all applicable disclosure requirements, relevant accounting standards prescribed under Section 133 of the Companies Act, 2013, or by any other competent authority, including guidance notes on accounting for employee share-based payments in line with Regulation 15 of the SEBI (SBEB & SE) Regulations.
16. The method which the Company shall use to value its Options: The Company shall adopt 'fair value method' for valuation of Options as prescribed under AS 15 on Share-based payments or any accounting standard/ guidance note, as applicable, notified by competent authorities from time to time.
17. Statement with regard to Disclosure in Director's Report: As the Company is adopting fair value method, presently there is no requirement for disclosure in director's report. However, if in future, the Company opts for expensing of share based employee benefits using the intrinsic value, then the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report.
18. Period of lock-in: The Shares allotted to the Grantees pursuant to Exercise of Options shall be subject to no lock-in period from the date of allotment. The grantee can freely sell the shares.
19. Terms & conditions for buyback, if any, of specified securities: The Board of Directors has the powers to determine the procedure for buy-back of Options granted under the Scheme, if to be undertaken at any

time by the Company, and the applicable terms and conditions, in accordance with the applicable laws.

Purple United Sales Limited Employees Stock Option Scheme - 2025 and other documents referred to in the aforesaid resolutions are available for inspection at the corporate office of the Company on any working day except holidays upto the date of the AGM and during the AGM.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, interested or concerned, in the resolution as set out at Item no. 6 of this Notice except to the extent of Equity Shares held by them in the Company or the options that may be granted under the Scheme.

The Board of Directors recommends the resolution as set out at Item No. 6 of this Notice for approval by the members by way of a Special Resolution.

**By order of the Board
For Purple United Sales Limited**

Ayati Gupta
Company Secretary & Compliance Officer
Membership No. A63811

Place: Noida
Date: 27th August, 2025

Annexure - I to the Explanatory Statement of the Notice

ADDITIONAL INFORMATION

Information as required in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India for Item No. 2

Details of Director seeking re-appointment:

Name of Director	Mr. Jatinder Dev Seth
Director Identification Number (DIN)	06944942
Brief Resume	Mr. Jatinder Dev Seth, aged 53 years, is the Founder Director of the Company. He holds a Bachelor's degree in Engineering and Masters in Business Administration (MBA) in Finance. He brings a unique blend of technical acumen and financial expertise in the Company. He holds over three decades of experience in Sales, Distribution, Retail and e-Commerce of various international brands like Puma, Nike, Adidas, etc.
Date of Birth (Age in years)	27 th August, 1972 (53 Years)
Qualification	Bachelor's degree in Engineering and Masters in Business Administration (MBA) in Finance.
Experience and expertise in specific functional area	Entrepreneurial experience in Finance, Sales, Distribution, Retail and e-Commerce of various international brands.
Terms and conditions of appointment / re-appointment and remuneration to be paid	The present resolution seeks approval of the Members for re-appointment of Mr. Jatinder Dev Seth, Managing Director as a Director liable to retire by rotation. The terms and conditions shall be same as approved by the members at the Extra Ordinary General Meeting held on 01 st March, 2024.
Details of remuneration last drawn (Financial Year 2024-25)	During financial year 2024-25, remuneration of Rs. 60.00 lakhs p.a. was paid to Mr. Jatinder Dev Seth.
Date on which first appointed on the Board	16 th September, 2014
Details of shareholding in the Company including shareholding as a beneficial owner as on date of Notice	40,00,000 equity shares of face value of Rs. 10/- each
Relationship with other Directors / Key Managerial Personnel ("KMP") (if any)	Ms. Bhawna Seth, Whole Time Director- Spouse
Number of Board Meetings attended during the year 2024-25	Held and Attended - Thirty-Two (32)
Details of Directorships / Committee Chairmanship and Memberships in other companies as on date of Notice	Directorships: Nil Committee Chairmanships/Memberships: Nil
Name of the listed entities from which the director has resigned during the past three years	Nil
The skills and capabilities required for the role and the manner in which the proposed person meets such requirement	Not Applicable
Performance evaluation report or summary thereof	Not Applicable



PURPLE UNITED SALES LIMITED
(Formerly known as Purple United Sales Private Limited)

Registered Office: Khasra No. 55/14 & 55/15, Near Rani Khara Road, Mundka, West Delhi, New Delhi, Delhi -110041

Corporate Office: Tower B, Ground Floor, Smartworks Corporate Park, Plot 1 & 2, Amity Road, Sector 125,
Noida, Gautam Buddha Nagar, Uttar Pradesh - 201303

Email Id: cs@purpleunited.in | **Tel:** +91 96677 92635/36 | **Website:** www.purpleunited.in