

PUBLIC ANNOUNCEMENT UNDER REGULATIONS 3 AND 4 READ WITH REGULATIONS 13(1), 14 AND 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AND SUBSEQUENT AMENDMENTS THERETO

**FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF
PURPLE FINANCE LIMITED**

Open Offer for acquisition of up to 1,76,48,152 fully paid-up equity shares having face value of ₹10 each (“Offer Shares”) representing 26.00% of the Emerging Voting Share Capital (*as defined below*) of Purple Finance Limited (“Purple”/“Target Company”) from the Eligible Equity Shareholders (*as defined below*) of the Target Company by Allied Commodities Private Limited (“Acquirer 1”), Mr. Sandeep Jindal (“Acquirer 2”) (“Acquirer 1” and “Acquirer 2” hereinafter collectively referred to as “Acquirers”) and Intellect Stock Broking Limited (“PAC 1”), Intellect Money Finvest Private Limited (“PAC 2”), Mr. Amitabh Chaturvedi (“PAC 3”) and AC Enterprises Private Limited (“PAC 4”) (“PAC 1”, “PAC 2”, “PAC 3” and “PAC 4” are hereinafter collectively referred to as “PACs”) pursuant to and in compliance with the requirements of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (“SEBI (SAST) Regulations, 2011”).

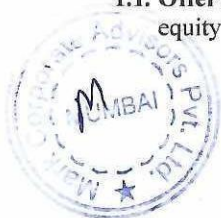
This Public Announcement (“PA”) is being issued by Mark Corporate Advisors Private Limited (“Manager to the Offer”) for and on behalf of the Acquirers and the PACs to the Public Shareholders (*as defined below*) of the Target Company pursuant to and in compliance with, amongst others, Regulations 3 and 4 read with Regulations 13(1), 14 and 15(1) and other applicable provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (“SEBI (SAST) Regulations, 2011”).

For the purpose of this PA, the following terms shall have the meanings assigned to them below:

- (i) “**Emerging Voting Share Capital**” shall mean 6,78,77,505 equity shares having face value of ₹10 each of the Target Company on a fully diluted basis as of the tenth (10th) working day from the closure of the Tendering Period. This comprises of (i) Existing Voting Share Capital of the Target Company i.e., 5,44,24,212 equity shares; and (ii) 1,00,00,000 convertible warrants allotted to PAC 2, on December 12, 2025; and (iii) 34,53,293 equity shares granted under ESOP.
- (ii) “**Eligible Equity Shareholders**”/“**Public Shareholders**” shall mean all the shareholders of the Target Company, who are eligible to tender their fully paid-up equity shares, excluding (i) the existing Promoter/Promoter Group of the Target Company; (ii) the proposed allottees in the preferential issue; and (iii) any person deemed to be acting in concert (“**Deemed PAC(s)**”) with the parties set out in (i) and (ii) herein, pursuant to and in compliance with the SEBI (SAST) Regulations, 2011.
- (iii) “**SEBI (SAST) Regulations, 2011**” shall mean Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.
- (iv) “**Working Day**” means any working day of the Securities and Exchange Board of India (“**SEBI**”).

1. Offer Details:

1.1. Offer Size: The Acquirers and the PACs hereby makes this Open Offer to the Eligible Equity Shareholders of the Target Company to acquire upto 1,76,48,152 fully paid-up equity shares of face value of ₹10 each, of the Target Company representing 26.00% of the Emerging Voting Share Capital of the Target Company subject to the terms and



conditions mentioned in this Public Announcement (“PA”), Detailed Public Statement (“DPS”) that will be published and the Letter of Offer (“LoF”) which will be sent to the Public Shareholders of the Target Company, in accordance with the SEBI (SAST) Regulations, 2011.

1.2. Offer Price/Consideration: The equity shares are frequently traded on BSE Limited, Mumbai (“BSE”) within the meaning of explanation provided in Regulation 2(j) of the SEBI (SAST) Regulations, 2011. The Open Offer is being made at a price of ₹55.00 per equity share (“Offer Price”), which has been determined in accordance with Regulation 8 of the SEBI (SAST) Regulations, 2011. Assuming full acceptance in the Open Offer, the total consideration payable by the Acquirers and the PACs under the Open Offer will be ₹97,06,48,360.00 (“Maximum Consideration”).

1.3. Mode of Payment: The Offer Price will be paid in Cash, in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.

1.4. Type of Offer (Triggered offer, voluntary offer/competing offer, etc.): This Open Offer is made by the Acquirers and the PACs in compliance with Regulations 3 and 4 of SEBI (SAST) Regulations, 2011.

2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS:

This Open Offer is being made under Regulations 3 and 4 of the SEBI (SAST) Regulations, 2011. The Acquirers and the PAC 1 & PAC 2 will have joint control over the Target Company, and they shall become the Promoter/Promoter Group of the Target Company along with the existing Promoter/Promoter Group of the Target Company, post completion of Open Offer formalities. Further, the PAC 3 is already a Promoter of the Target Company and PAC 4 is a deemed PAC to the existing Promoters of the Target Company. The Acquirers and the PACs do not have an intention to delist the Target Company pursuant to the Open Offer.

3. DETAILS OF THE ACQUIRERS AND THE PACS:

Details	Acquirer 1	Acquirer 2	PAC 1	PAC 2	PAC 3	PAC 4	Total
Name of the Acquirers and PACs	Allied Commodities Private Limited	Mr. Sandeep Jindal	Intellect Stock Broking Limited	Intellect Money Finvest Private Limited	Mr. Amitabh Chaturvedi	AC Enterprises Private Limited	6
CIN	U51109WB1996 PTC080869	N.A.	U67120WB2005 PLC106891	U64990MH2024 PTC418437	N.A.	U70200MH2025 PTC463896	N.A.
PAN	AACCA 3647 G	ACDPI 7540 F	AADCR 1862 K	AAHC 15067 M	ACIPC 1660 L	ABECA 4461 H	-
Address	232, Chittaranjan Avenue, 7 th Floor, Kolkata-700006, West Bengal, India.	A 601, Shikhar Tower, New Adarsh Nagar No. 1, Oshiwara, Jogeshwari (West), Mumbai-400102, Maharashtra, India.	232, Chittaranjan Avenue, 7 th Floor, Kolkata-700006, West Bengal, India.	905, CTS No. 720/42-46, Oshiwara Village, Nr. VIP, Andheri, Mumbai, Mumbai-400053, Maharashtra, India	2904, Sumer Trinity Tower, 2/B, Near Samna Press, New Prabhadevi Road, Mumbai-400025, Maharashtra, India		-
Name(s) of Persons in control/ Promoters of Acquirer(s)/ PAC(s) where Acquirer(s)/	(i) Mr. Sandeep Jindal (ii) Mrs. Vibha Jindal	N.A.	(i) Mr. Sandeep Jindal (ii) Mrs. Vibha Jindal	(i) Mr. Sandeep Jindal (ii) Mrs. Vibha Jindal	N.A.	(i) Mr. Amitabh Chaturvedi (ii) Mr. Sandeep Jindal	-



Details	Acquirer 1	Acquirer 2	PAC 1	PAC 2	PAC 3	PAC 4	Total
PAC(s) are Companies							
Name of the Group, if any, to which the Acquirer(s)/PAC(s) belongs to	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	-
Pre-Transaction Shareholding							
→ Number	Nil	Nil	24,73,693	Nil	65,66,174	Nil	90,39,867
→ % of Emerging Voting Share Capital	N.A.	N.A.	3.64%	N.A.	9.67%	N.A.	13.32%
Proposed Shareholding after the acquisition of Shares which triggered the Open Offer							
→ Number	Nil	Nil	24,73,693	Nil	65,66,174	Nil	90,39,867
→ % of Emerging Voting Share Capital	N.A.	N.A.	3.64%	N.A.	9.67%	N.A.	13.32%
Any other interest in the TC	Nil	Nil	Nil	Holding 1,00,00,000 convertible warrants (<i>one warrant convertible into one equity share</i>)	Promoter and Executive Director	Nil	

N.A. – Not Applicable.

Notes:

- (i) As on date, PAC 3 along with other members of the Promoter/Promoter Group holds in aggregate 1,44,14,310 equity shares representing 21.24% of Emerging Voting Share Capital of the Target Company.
- (ii) Acquirer 2 along with Deemed PACs hold in aggregate 1,32,787 equity shares (42,787, held by Intellect Heights Private Limited and 90,000 equity shares held by Mrs. Vibha Jindal) representing 0.20% of the Emerging Voting Share Capital of the Target Company.

4. DETAILS OF SELLING SHAREHOLDERS: Not Applicable.

5. DETAILS OF THE TARGET COMPANY:

- 5.1. Name of the Target Company : Purple Finance Limited
- 5.2. CIN : L67120MH1993PLC075037



- 5.3. ISIN : INE0CYK01015
- 5.4. Registered Office Address : Room No. 11, 349/353, Indu Chamber, 1st Floor, Samuel Street, Vadgadi, Masjid Bunder (West), Mumbai-400 003, Maharashtra, India
- 5.5. Stock Exchange(s) where listed : The equity shares are presently listed on BSE Limited. (Symbol: PURPLEFIN, Scrip Code: 544191)

6. **OTHER DETAILS:**

- 6.1. The DPS in accordance with Regulations 13(4), 14(3) and 15(2) of the SEBI (SAST) Regulations, 2011 will be published in the newspapers on or before Friday, February 13, 2026 (i.e., not later than five (5) working days from the date of this PA).
- 6.2. On February 06, 2026, the Board of Directors of the Target Company approved an issue and allotment of in aggregate 1,26,00,000 convertible warrants (one *warrant convertible into one equity share, subject to conversion not before six months from the date of allotment*), having face value of ₹10 each at an Issue Price of ₹55.00 (including a premium of ₹45.00) per warrant to the Acquirers and Non-Promoters. Out of which, 23,00,000 convertible warrants are proposed to be issued and allotted to Acquirer 2, 1,00,000 convertible warrants are proposed to be issued and allotted to PAC 3, 65,00,000 convertible warrants are proposed to be issued and allotted to PAC 4 and 37,00,000 convertible warrants are proposed to be issued and allotted to Non-Promoters pursuant to Section 62 and other applicable provisions of Companies Act, 2013 and SEBI (ICDR) Regulations, 2018 and also subject to Statutory/Requisite Approvals from Regulatory Authorities.
- 6.3. This Open Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.
- 6.4. This PA is not being issued pursuant to a Competing Offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.
- 6.5. This Open Offer is not an Indirect Acquisition.
- 6.6. The Acquirers and the PACs accept full responsibility for the information contained in this Public Announcement and undertakes that they are aware of and will comply with the obligations under the SEBI (SAST) Regulations, 2011. The Acquirers and the PACs confirm that they have adequate financial resources to meet the obligations under the Open Offer and that firm financial arrangements have been made for fulfilling the payment obligations for acquisition of the offered shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011.
- 6.7. All the information pertaining to the Target Company has been obtained from publicly available sources, and the accuracy thereof has not been independently verified by the Manager to the Open Offer.
- 6.8. In this Public Announcement, all references to “₹” or “Rs.” are references to Indian Rupees.
- 6.9. In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totalling is due to rounding off.



Issued by the Manager to the Offer:



MARK CORPORATE ADVISORS PRIVATE LIMITED

CIN: U67190MH2008PTC181996

SEBI Registration No.: INM000012128

404/1, The Summit, Sant Janabai Road (Service Lane),
Off Western Express Highway, Vile Parle (East),
Mumbai-400 057.

Contact Person: Mr. Manish Gaur

Tel. No.: +91 22 2612 3207/08

Email ID: openoffer@markcorporateadvisors.com

Investor Grievance Email ID: investorgrievance@markcorporateadvisors.com

Website: www.markcorporateadvisors.com

For and on behalf of the Acquirers and the PACs:

**For Allied Commodities Private Limited
("Acquirer 1")**

Sd/-

**Sandeep Jindal
Director**

Sd/-

**Sandeep Jindal
("Acquirer 2")**

**For Intellect Stock Broking Limited
("PAC 1")**

Sd/-

**Sandeep Jindal
Director**

**For Intellect Money Finvest Private Limited
("PAC 2")**

Sd/-

**Sandeep Jindal
Authorised Signatory**

Sd/-

**Amitabh Chaturvedi
("PAC 3")**

**For AC Enterprises Private Limited
("PAC 4")**

Sd/-

**Amitabh Chaturvedi
Director**

Place : Mumbai

Date : February 06, 2026

