DETAILED PUBLIC STATEMENT UNDER REGULATIONS 13(4), 14(3) AND 15(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED, FOR THE ATTENTION OF THE ELIGIBLE EQUITY SHAREHOLDERS OF

PURPLE FINANCE LIMITED

(CIN: L67120MH1993PLC075037)

Registered Office: 11, Indu Chamber, 349/353, 1st Floor, Samuel Street, Vadgadi, Masjid Bunder (West), Mumbai-400003, Maharashtra, India

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Open Offer for acquisition 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, in terms of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011") by Allied Commodities Private Limited ("Acquirer 1") and Mr. Sandeep Jindal ("Acquirer 2") ("Acquirer 1" and "Acquirer 2" hereinafter collectively referred to as "Acquirers") together with 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") ("Open Offer"/"Offer"), pursuant to and in compliance with the requirements of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011").

This Detailed Public Statement ("**DPS**") is being issued by Mark Corporate Advisors Private Limited ("**Manager to Open Offer**") for and on behalf of the Acquirers and the PACs, to the eligible equity shareholders *(as defined below)* of the Target Company in compliance with Regulations 3(1), 3(2) and 4 read with Regulations 13(4), 14(3), 15(2) and other applicable regulations of SEBI (SAST) Regulations, 2011 and pursuant to the Public Announcement ("**PA**") filed with BSE Limited ("**BSE**"), Securities and Exchange Board of India ("**SEBI**") and the Target Company on February 06, 2026 through email and filed hard copy with SEBI on February 09, 2026.

For the purposes of this DPS, the following terms shall have the meaning assigned to them herein 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) "**PACs**" shall mean Persons Acting in Concerts;

(iv) "**SEBI (SAST) Regulations, 2011**" shall mean Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended;

(v) "**Working Day**" means any working day of the Securities and Exchange Board of India ("**SEBI**").

I. ACQUIRERS AND THE PACS, TARGET COMPANY AND OFFER:

A. Information about the Acquirers and the PACs:

1. Information about Allied Commodities Private Limited ("Allied"/"Acquirer 1"):

1.1. **Allied Commodities Private Limited** ("**Allied**"/"**Acquirer 1**") was incorporated under the name 'Allied Commodities Private Limited' on August 09, 1996, under the provisions of the Companies Act, 1956 with the Registrar of Companies, West Bengal. There has been no change in the name of the Company since incorporation.

1.2. The Corporate Identification Number ("**CIN**") of Acquirer 1 is U51109WB1996PTC080869, and Permanent Account Number ("**PAN**") under Indian Income Tax Act, 1961 is AACCA3647G.

1.3. The Registered Office of Acquirer 1 is situated at 232, Chittaranjan Avenue, 7th Floor, Kolkata-700006, West Bengal. India. The contact number is +91 93201 25387 and Email ID is intellect@intellectmoney.com.

1.4. Acquirer 1 is not a part of any group.

1.5. Acquirer 1 is engaged in the business of financing, providing loans and advances, inter-corporate deposits, investments and trading in shares & securities. The Company is registered with Reserve Bank of India as a Non-Deposit taking Non-Banking Financial Company and the registration number is B.05.04364.

1.6. Acquirer 1 is a Private Limited Company, and its securities are not listed on any Stock Exchange in India or abroad.

1.7. As on date, the details of Promoter/Promoter Group Shareholders/Ultimate Beneficial Owners of Acquirer 1 are as under:

Sr. No.	Name of the Promoter/ Promoter Group/Ultimate Beneficial Owners	Category	Shareholding	
			No. of Shares	% holding
1)	Vibha Sandeep Jindal	Promoter/Promoter Group	19,28,264	60.62%
2)	Intellect Developers Private Limited	Promoter/Promoter Group	2,04,100	6.42%
3)	Pixel Commercial Private Limited	Promoter/Promoter Group	4,000	0.13%
4)	Prompt Vanijya LLP	Promoter/Promoter Group	4,000	0.13%
5)	Basudev Dealers LLP	Promoter/Promoter Group	4,000	0.13%
6)	Sandeep Jindal HUF	Promoter/Promoter Group	3,35,880	10.56%
7)	Intellect Nirman Private Limited	Promoter/Promoter Group	5,000	0.16%
8)	Intellect Fincap Advisors Private Limited	Promoter/Promoter Group	2,25,000	7.06%
9)	Kamla Devi Jindal	Promoter/Promoter Group	1,80,000	5.65%
10)	Intellect Heights Private Limited	Promoter/Promoter Group	1,08,000	3.40%
11)	Soumitra Trivedi	Promoter/Promoter Group	1,82,500	5.74%
	Total		**31,80,744**	**100.00%**

1.8. The details of the Board of Directors of Acquirer 1 are as under:

Sr. No.	Name of the Director	Designation	DIN	PAN	Date of Appointment (Current Term)	No. of equity shares held in the Target Company	
						No. of equity shares	%
1)	Mrs. Vibha Jindal	Director	07407158	AEYPJ4960L	January 16, 2018	12,48,073	39.24%
2)	Mr. Sandeep Jindal	Director	00402046	ACDPJ7540F	June 10, 2023	6,80,191	21.38%

1.9. As on date, the Authorised Share Capital of Acquirer 1 is ₹3,18,07,440 comprising of 31,80,744 equity shares of face value of ₹10 each.. The Issued, Subscribed and paid-up Equity Share Capital of the Target Company is ₹3,18,07,440 comprising of 31,80,744 equity shares of face value of ₹10 each.

1.10. The summary of Key Financial Information based on Provisional Financials as at and for nine-months period ended December 31, 2025 and Audited Key Financial Information as at and for the financial years ending on March 31, 2025, March 31, 2024 and March 31, 2023, of Acquirer 1, are as under:

(Figures in Lakhs, unless otherwise stated)

Particulars	For nine months period ended	Financial Years ended on		
	December 31, 2025	March 31, 2025	March 31, 2024	March 31, 2023
	(Provisional)	(Audited)	(Audited)	(Audited)
Total Income (includes Other Income)	810.09	1,714.93	789.82	802.01
Profit/(Loss) for the year/period	673.99	1,247.14	484.57	570.26
Earnings Per Share (₹) (Basic & Diluted)	0.21	39.21	15.23	17.93
Net Worth	4,393.56	3,717.50	2,450.79	1,978.98

(*Source: Provisional Certified Financials for nine months period ended December 31, 2025 and Audited Financials for FY 2024-2025, FY 2023-2024 and FY 2022-2023*).

1.11. Acquirer 1, its Promoter/Promoter Group/Directors have not been categorized or declared as: (i) a 'wilful defaulter' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by Reserve Bank of India in terms of Regulation 2(1)(ze) of SEBI (SAST) Regulations, 2011; or (ii) a fugitive economic offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) in terms of Regulation 2(1)(ja) of SEBI (SAST) Regulations, 2011.

1.12. As on date, Acquirer 1 is neither holding any kind of stake in the Target Company nor it has any direct relationship with/interest in the Target Company.

2. Information about Mr. Sandeep Jindal ("Acquirer 2"):

2.1. **Mr. Sandeep Jindal** ("**Acquirer 2**"), s/o Mr. Ramphal Jindal, aged about 54 years, is presently residing at A 601, Shikhar Tower, Adarsh Nagar No 1, New Link Road, Oshiwara, Jogeshwari (West). Mumbai-400102, Maharashtra. India. His Permanent Account Number under Indian Income Tax Act is ACDPJ7540F. He is a Chartered Accountant and member of the Institute of Chartered Accountants of India. He has around 28 years of experience in Consultancy, Finance and Real Estate Sector. His Contact No. is +91 93201 25387 and Email ID is sjindal@intellectmoney.com.

2.2. Acquirer 2 is not part of any group.

2.3. Acquirer 2 has held a position of Non-Executive-Non-Independent Director in the Target Company since November 17, 2025. Further, he is not holding position of any directorship on any other listed company, as on date.

2.4. The Net worth of Acquirer 2 is ₹1,552.51 Lakhs as on December 31, 2025 as certified by CA Varish Sunil Shah, (Membership No.: 611014), Partner, M/s SDG & Co., Chartered Accountants (FRN: 137864W) vide certificate dated February 03, 2026, having office at 912, Corporate Annexe, Sonawala Road, Near Udyog Bhawan, Goregaon (East), Mumbai-400063, Tel. No. is +91 80974 71020 and Email ID is prof.sdgandco@gmail.com.

2.5. As on date, Acquirer 2 does not hold any equity share in the Target Company in his name. However, Deemed PACs to Acquirer 2 holds 4,92,787 equity shares (*42,787 equity shares held by Intellect Heights Private Limited, 90,000 equity shares held by Mrs. Vibha Jindal, wife of Acquirer 2, 3,60,000 equity shares held by MWF Logistics Limited*) representing 0.72% of the Emerging Voting Share Capital of the Target Company. Further, Acquirer 2 has agreed to subscribe to the proposed issue and allotment of 23,00,000 convertible warrant (*one warrant convertible into one equity share*) in the preferential issue.

3. Information about Intellect Stock Broking Limited ("ISBL"/"PAC 1"):

3.1. **Intellect Stock Broking Limited** ("**ISBL**"/"**PAC 1**") was incorporated under the name 'Reckon Securities Private Limited' on December 26, 2005, under the provisions of the Companies Act, 1956 with the Registrar of Companies, West Bengal. Subsequently the name of the Company was changed to 'Intellect Stock Broking Limited' and a fresh certificate of Incorporation was issued on June 14, 2007 by Registrar of Companies, West Bengal. There has been no change in the name of the Company since then.

3.2. The Corporate Identification Number ("**CIN**") of PAC 1 is U67120WB2005PLC106891, and Permanent Account Number ("**PAN**") under Indian Income Tax Act, 1961 is AADCR1862K.

3.3. The Registered Office of PAC 1 is situated at 232, Chittaranjan Avenue, 7th Floor, Kolkata-700006, West Bengal. India. The contact number is +91 93201 25387 and Email ID is intellect@intellectmoney.com.

3.4. PAC 1 is not a part of any group.

3.5. PAC 1 is a SEBI registered Stockbroker and is engaged in the business of Stock broking and trading in Shares and Securities.

3.6. PAC 1 is a Limited Company, and its securities are not listed on any Stock Exchange in India or abroad.

3.7. As on date, the details of Promoter/Promoter Group Shareholders/Ultimate Beneficial Owners of PAC 1 are as under:

Sr. No.	Name of the Shareholders	Category	No. of Shares	% of the Total No. of Shares
1)	Basudev Dealers LLP	Promoter/Promoter Group	9,50,000	14.50%
2)	Intellect Heights Private Limited	Promoter/Promoter Group	12,50,000	19.08%
3)	Intellect Infrastructures Private Limited	Promoter/Promoter Group	3,34,000	5.10%
4)	Prompt Vanijya LLP	Promoter/Promoter Group	9,50,000	14.50%
5)	Resonate Commercial Private Limited	Promoter/Promoter Group	37,000	0.56%
6)	Sandeep Jindal	Promoter/Promoter Group	7,15,000	10.92%
7)	Vibha Sandeep Jindal	Promoter/Promoter Group	2,80,000	4.27%
8)	Ramphal Jindal HUF	Promoter/Promoter Group	50,000	0.76%
9)	Sandeep Jindal HUF	Promoter/Promoter Group	2,50,000	3.82%
10)	Jay Prakash Dalmia	Promoter/Promoter Group	6,32,500	9.66%
11)	Amit Dalmia HUF	Promoter/Promoter Group	75,000	1.15%
12)	Jay Prakash Dalmia HUF	Promoter/Promoter Group	37,500	0.57%
13)	Babita Ribawala	Promoter/Promoter Group	75,000	1.15%
14)	Hardik Dealmark LLP	Promoter/Promoter Group	4,04,000	6.17%
	Total		**60,40,000**	**92.21%**

3.8. The details of the Board of Directors of PAC 1 are as under:

Sr. No.	Name of the Director	Designation	DIN	PAN	Date of Appointment (Current Term)	No. of equity shares held in the Target Company	
						No. of Equity Shares	%
1)	Mrs. Vibha Jindal	Director	07407158	AEYPJ4960L	January 14, 2026	280000	4.27%
2)	Mr. Sandeep Jindal	Director	00402046	ACDPJ7540F	June 04, 2007	7,15,000	10.92%
3)	Mr. Ketan Kirtikumar Shah	Director	00169155	ABAPS2270F	August 26, 2019	4,00,000	6.11%
4)	Mr. Jay Prakash Dalmia	Director	00859022	ADUPD7232L	December 20, 2006	6,32,500	9.65%

3.9. As on date, the Authorised Share Capital of PAC 1 is ₹6,60,00,000 comprising of 66,00,000 equity shares of face value of ₹10 each. The Issued, Subscribed and paid-up Equity Share Capital of PAC 1 is ₹6,55,00,000 comprising of 65,50,000 equity shares of face value of ₹10 each.

3.10. The summary of Key Financial Information based on Provisional Financials as at and for nine-months period ended December 31, 2025 and Audited Key Financial Information as at and for the financial years ending on March 31, 2025, March 31, 2024 and March 31, 2023, of PAC 1, are as under:

(Figures in Lakhs, unless otherwise stated)

Particulars	For nine months period ended	Financial Years ended on		
	December 31, 2025	March 31, 2025	March 31, 2024	March 31, 2023
	(Provisional)	(Audited)	(Audited)	(Audited)
Total Income (includes Other Income)	1,893.02	4,416.35	3,137.38	2,300.89
Profit/(Loss) for the year/period	1,117.42	2,682.30	1,609.11	526.55
Earnings Per Share (₹) (Basic & Diluted)	16.93	40.95	24.57	9.49
Net Worth	10,343.67	9,226.26	6543.96	4044.67

(*Source: Provisional Certified Financials for nine months period ended December 31, 2025 and Audited Financials for FY 2024-2025, FY 2023-2024 and FY 2022-2023*).

3.11. PAC 1, its Promoter/Promoter Group/Directors have not been categorized or declared as: (i) a 'wilful defaulter' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by Reserve Bank of India in terms of Regulation 2(1)(ze) of SEBI (SAST) Regulations, 2011; or (ii) a fugitive economic offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) in terms of Regulation 2(1)(ja) of SEBI (SAST) Regulations, 2011.

3.12. As on date, PAC 1 holds 24,73,693 equity shares representing 3.64% of the Emerging Voting Share Capital of the Target Company. Apart from this, PAC 1 neither has any kind of interest in the Target Company nor does it have any kind of relationship with the Target Company.

4. Information about Intellect Money Finvest Private Limited ("IMFPL"/"PAC 2"):

4.1. **Intellect Money Finvest Private Limited** ("**IMFPL**"/"**PAC 2**") was incorporated under the name 'Intellect Money Finvest Private Limited' on February 02, 2024, under the provisions of the Companies Act, 2013 with the Registrar of Companies, Central Registration Centre. There has been no change in the name of the Company since incorporation.

4.2. The Corporate Identification Number ("**CIN**") of PAC 2 is U64990MH2024PTC418437, and Permanent Account Number ("**PAN**") under Indian Income Tax Act, 1961 is AAHCI5067M.

4.3. The Registered Office of PAC 2 is situated at 905, CTS No. 720/42-46, Oshiwara Village Nr. VIP, Andheri, Mumbai-400053, Maharashtra, India. The contact number is +91 93201 25387 and Email ID is sjindal@intellectmoney.com.

4.4. PAC 2 is not a part of any group.

4.5. PAC 2 is engaged in the business of Investment in Securities and is a Subsidiary of PAC 1.

4.6. PAC 2 is a Private Limited Company, and its securities are not listed on any Stock Exchange in India or abroad.

4.7. As on date, the details of Promoter/Promoter Group Shareholders/Ultimate Beneficial Owners of PAC 2 are as under:

Sr. No.	Name of the Promoter/ Promoter Group/ Ultimate Beneficial Owners	Category	Shareholding	
			No. of Shares	% holding
1)	Mr. Sandeep Jindal	Promoter	1	0.01%
2)	Intellect Stock Broking Limited	Promoter	99,999	97.86%
	Total		**1,00,000**	**97.87%**

4.8. As on date, the Authorised Share Capital of PAC 2 is ₹12,00,000 comprising of 1,20,000 equity shares of face value of ₹10 each.. The Issued, Subscribed and paid-up Equity Share Capital of PAC 2 is ₹10,21,850 comprising of 1,02,185 equity shares of face value of ₹10 each.

4.9. The details of the Board of Directors of PAC 2 are as under:

Sr. No.	Name of the Director	Designation	DIN	PAN	Date of Appointment (Current Term)	No. of equity shares held in the Target Company	
						No. of Equity Shares	%
1)	Mrs. Vibha Jindal	Director	07407158	AEYPJ4960L	February 02, 2024	Nil	N.A.
2)	Mr. Ketan Kirtikumar Shah	Director	00169155	ABAPS2270F	August 05, 2025	Nil	N.A.

4.10. The summary of Key Financial Information based on Provisional Certified as at and for nine-months period ending December 31, 2025 and Audited Key Financial Information as at and for the financial years ending on March 31, 2025, of PAC 2, are as under:

(Figures in Lakhs, unless otherwise stated)

Particulars	For nine months period ended	For period ended March 31, 2025
	December 31, 2025	
	(Provisional)	(Audited)
Total Income (includes Other Income)	10.65	Nil
Profit/(Loss) for the year/period	10.24	(11.19)
Earnings Per Share (₹) (Basic & Diluted)	10.24	(0.11)
Net Worth	421.08	9.89

(*Source: Provisional Certified Financials for nine months period ended December 31, 2025 and Audited Financials for FY 2024-2025*).

4.11. PAC 2, its Promoter/Promoter Group/Directors have not been categorized or declared as: (i) a 'wilful defaulter' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by Reserve Bank of India in terms of Regulation 2(1)(ze) of SEBI (SAST) Regulations, 2011; or (ii) a fugitive economic offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) in terms of Regulation 2(1)(ja) of SEBI (SAST) Regulations, 2011.

4.12. As on date, PAC 2 holds 1,00,00,000 convertible warrants issued and allotted at an issue price of ₹39.00 per convertible warrant on December 12, 2025 convertible into 1,00,00,000 equity shares at any time before the expiry of eighteen months from the date of allotment representing 14.73% of the Emerging Voting Share Capital of the Target Company. Apart from this, PAC 2 neither has any kind of interest in the Target Company nor does it have any kind of relationship with the Target Company.

5. Information about Mr. Amitabh Chaturvedi ("PAC 3"):

5.1. **Mr. Amitabh Chaturvedi** ("**PAC 3**"), s/o Mr. Jitendra Chaturvedi, aged about 58 years, is presently residing at Flat No. 2904, Sumer Trinity Tower, Tower No. 2B, Near Samna Press, New Prabhadevi Road, Mumbai-400025, Maharashtra, India. His Permanent Account Number ("**PAN**") under Indian Income Tax Act, 1961 is ACIPC1660L. He is a Chartered Accountant and a member of the Institute of Chartered Accountants of India. He has around three (3) decades of experience in Banking and Financial Services. Currently, serving as an Executive Director on the Board of the Target Company. His Contact No. is +91 22 6916 5100 and Email ID is amitabh.chaturvedi08@gmail.com.

5.2. PAC 3 is not part of any group.

5.3. As on date, PAC 3 holds 65,66,174 equity shares representing 9.67% of the Emerging Voting Share Capital in the Target Company.

5.4. The Net worth of PAC 3 is ₹1,978.54 Lakhs as on January 31, 2026 as certified by CA Vasant Agre, (Membership No.: 043447), Proprietor, M/s. Vasant Agre & Associates, Chartered Accountants (FRN: 116453W) vide certificate dated February 07, 2026, having office at 10-11, Saiprasad, B Wing CHS Ltd., Telly Gully Cross Lane, Andheri (East), Mumbai-400069, Maharashtra, India, Tel. No. is +91 22 4001 4779 and Email ID is vagreca@gmail.com.

5.5. 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 (including his own holding of 65,66,174 equity shares). Further, PAC 3 has agreed to subscribe to the proposed issue and allotment of 1,00,000 convertible warrant (*one warrant convertible into one equity share*) in the preferential issue. PAC 3 is also one of the Promoter of the Target Company.

6. Information about AC Enterprises Private Limited ("ACEPL"/"PAC 4"):

6.1. **AC Enterprises Private Limited** ("**ACEPL**"/"**PAC 4**") was incorporated under the name 'AC Enterprises Private Limited' on December 23, 2025, under the provisions of the Companies Act, 2013 with the Registrar of Companies, Central Registration Centre. There has been no change in the name of the Company since incorporation.

6.2. The Corporate Identification Number ("**CIN**") of PAC 4 is U70200MH2025PTC463896, and Permanent Account Number ("**PAN**") under Indian Income Tax Act, 1961 is ABECA4461H.

6.3. The Registered Office of PAC 4 is situated at 2904, Sumer Trinity Tower, 2/B, Near Samna Press, New Prabhadevi Road, Mumbai-400025, Maharashtra. The contact number is +91 97027 65666 and Email ID is ywadhivkar@gmail.com. There has been no change in the Registered Office address of the Company since incorporation.

6.4. PAC 4 is not a part of any group.

6.5. PAC 4 is currently not carrying out any business activities. However, its MoA *inter-alia* includes to carry on business as an Advisor and/or Consultant on all matters and in the field of Commercial, Financial, Accountancy, Management, Income Tax, Information Technology, Investments, etc.

6.6. PAC 4 is a Private Limited Company, and its securities are not listed on any Stock Exchange in India or abroad.

6.7. As on date, the details of Promoter/Promoter Group Shareholders/Ultimate Beneficial Owners of PAC 4 are as under:

Sr. No.	Name of the Promoter/ Promoter Group/ Ultimate Beneficial Owners	Category	Shareholding	
			No. of Shares	% holding
1)	Mr. Amitabh Chaturvedi	Promoter	20,000	40.00%
2)	Mr. Sandeep Jindal	Promoter	30,000	60.00%
	Total		**50,000**	**100.00%**

6.8. The details of the Board of Directors of PAC 4 are as under:

Sr. No.	Name of the Director	Designation	DIN	PAN	Date of Appointment (Current Term)	No. of equity shares held in the Target Company	
						No. of Equity Shares	%
1)	Mr. Amitabh Chaturvedi	Director	00057441	ACIPC1660L	December 12, 2025	20,000	40.00%
2)	Mr. Sandeep Jindal	Director	00402046	ACDPJ7540F	February 02, 2026	30,000	60.00%

6.9. As on date, the Authorised Share Capital of PAC 4 is ₹10,00,000 comprising of 1,00,000 equity shares of face value of ₹10 each.. The Issued, Subscribed and paid-up Equity Share Capital of PAC 4 is ₹5,00,000 comprising of 50,000 equity shares of face value of ₹10 each.

6.10. The summary of Key Financial Information based on Un-Audited Management Certified as at and for a period of up to January 31, 2026, of PAC 4, are as under:

(Figures in Rupees, unless otherwise stated)

Particulars	For period ended January 31, 2026
	(Un-Audited)
Total Income (includes Other Income)	Nil
Profit/(Loss) for the year/period	(962)
Earnings Per Share (₹) (Basic & Diluted)	Negative
Net Worth	4,99,038

(*Source: Un-Audited Management Certified Financials for the period ended January 31, 2026*).

6.11. PAC 4, its Promoter/Promoter Group/Directors have not been categorized or declared as: (i) a 'wilful defaulter' issued by any bank, financial institution, or consortium thereof in accordance with guidelines on wilful defaulters issued by Reserve Bank of India in terms of Regulation 2(1)(ze) of SEBI (SAST) Regulations, 2011; or (ii) a fugitive economic offender under Section 12 of Fugitive Economic Offenders Act, 2018 (17 of 2018) in terms of Regulation 2(1)(ja) of SEBI (SAST) Regulations, 2011.

6.12. As on date, PAC 4 is not holding any kind of stake in the Target Company. However, PAC 4 is promoted by PAC 3 (*existing Promoter of the Target Company*). PAC 4 has agreed to subscribe to the proposed issue and allotment of 65,00,000 convertible warrant (*one warrant convertible into one equity share*) in the preferential issue.

7. Acquirer 2 is one of the Promoter of Acquirer 1, PAC 1, PAC 2 and PAC 4. PAC 3 is one of the Promoter of PAC 4. Further, Acquirer 2 and PAC 3 are friends.

8. The Acquirers and the PACs have not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992, as amended, or any other Regulations made under the SEBI Act.

9. There are no Persons Acting in Concert ("**PACs**") for the purpose of this Open Offer within the meaning of Regulation 2(1)(q)(1) of the SEBI (SAST) Regulations, 2011, other than those mentioned in this DPS.

10. 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 but before 18 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 & PACs 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.

B. Information about the Sellers: Not Applicable.

C. Information about the Target Company-Purple Finance Limited ("Purple"/"Target Company")

1) **Purple Finance Limited** ("**Purple**"/"**Target Company**") was originally incorporated on November 09, 1993 under the Companies Act 1956 as 'Devipura Balaji Securities & Investments Private Limited' and a Certificate of Incorporation was issued by Registrar of Companies, Mumbai. Thereafter, the name of the Target Company was changed to 'Devipura Balaji Securities & Investments Limited' and a fresh Certificate of Incorporation was issued on July 20, 1998 by Registrar of Companies, Mumbai. Subsequently, the name of the Target Company was changed to 'Purple Finance Limited' and a fresh Certificate of Incorporation was issued on November 26, 2013 by Registrar of Companies, Mumbai. There has been no change in the name of the Company in the last three (3) years.

2) The Corporate Identification Number ("**CIN**") of the Target Company is L67120MH1993PLC075037, and Permanent Account Number ("**PAN**") under Indian Income Tax Act, 1961 is AAACD1539Q.

3) The Registered Office is currently situated at 11, Indu Chamber, 349/353, 1st Floor, Samuel Street, Vadgadi, Masjid Bunder (West), Mumbai-400003, Maharashtra, India. The telephone number is +91 22 6916 5100 and Email ID is compliance@purplefinance.in. There has been no change in the Registered Office Address of the Target Company in the last three (3) years. Further, the Corporate Office is currently situated at 705/706, 7th Floor, Hallmark Business Plaza, Opp. Guru Nanak Hospital, Bandra (E), Mumbai- 400051.

4) The Target Company is registered with Reserve Bank of India as a Non-Deposit taking Non-Banking Financial Company and the registration number is 13.01268 and is currently carrying on the business of secured lending to MSMEs in the Tier II, III and IV cities of India.

5) As on date, the Authorised Share Capital of the Target Company is ₹70,00,00,000 comprising of 7,00,00,000 equity shares of face value ₹10 each. Further, the Target Company in its Board Meeting held on February06, 2026 has approved for an increase in Authorised Share Capital to ₹82,60,00,000 comprising of 8,26,00,000 equity shares having face value of ₹10 each, subject to the approval of the Shareholders of the Target Company. The Issued, Subscribed and paid-up Equity Share Capital of the Target Company is ₹54,42,42,120 comprising of 5,44,24,212 equity shares of face value ₹10 each.

Contd.

6) The Equity Shares of the Target Company are presently listed on BSE Limited, Mumbai ("**BSE**") having a scrip code as 544191. The Equity Shares of the Target Company are frequently traded on BSE within the meaning of explanation provided in Regulation 2(j) of the SEBI (SAST) Regulations, 2011. The ISIN of the Target Company is INE0CYK01015.

7) As on date, the Target Company is fully compliant with the listing requirements. Further, there has not been any penal/punitive action taken by BSE.

8) The Certified Un-Audited Financial Statements for the nine months period ended December 31, 2025, and Audited Financial Statements for Financial Years ending on March 31, 2025, March 31, 2024, and March 31, 2023, of the Target Company are as under:

(*Figures in Lakhs, except EPS*)

Particulars	For nine months period ended	For the Financial Years ending on		
	December 31, 2025	March 31, 2025	March 31, 2024	March 31, 2023
	(Un-Audited)	(Audited)	(Audited)	(Audited)
Total Revenue (Including Other Income)	3,066.43	1,485.00	444.22	256.08
Profit/(Loss) for the Year/Period	(645.84)	(1,554.82)	(761.27)	(632.78)
EPS (₹ per share)	(1.18)	(4.02)	(2.27)	(2.31)
Net worth/Shareholders' Funds	11,828.05	7,712.92	4,832.96	1,729.65

(*Source: U-Audited Certified Financials for nine months period ended December 31, 2025 and Audited Financials for FY 2024-2025, FY 2023-2024 and FY 2022-2023*).

D. Details of the Offer:

1) The Acquirers and the PACs are making this Open Offer in terms of Regulations 3(1), 3(2) and 4 of the SEBI (SAST) Regulations, 2011 to acquire up to 1,76,48,152 equity shares of face value of ₹10 each, representing 26.00% of the Emerging Voting Share Capital of the Target Company at a price of ₹55.00 per equity share ("**Offer Price**"), aggregating to ₹97,06,48,360 payable in cash, subject to the terms and conditions set out in the Public Announcement ("**PA**"), this Detailed Public Statement ("**DPS**") and the Letter of Offer ("**LoF**"), which will be sent to the Public Shareholders of the Target Company.

2) All Eligible Equity Shareholders of the Target Company registered or unregistered are eligible to participate in the Offer in terms of Regulation 7(6) of the SEBI (SAST) Regulations, 2011.

3) As on this date, there are no other statutory approvals required to acquire the equity shares tendered pursuant to this Offer, except for the prior approval of Reserve Bank of India, Mumbai ("**RBI**"). If any other statutory approvals are required or become applicable at a later date before the completion of the Offer, the Offer would be subject to the receipt of such other statutory approvals. The Acquirers and the PACs will not proceed with the Offer in the event such statutory approvals are refused in terms of Regulation 23 of the Regulations.

4) This Offer is not conditional upon any minimum level of acceptance by the Equity Shareholders of the Target Company in terms of Regulation 19(1) of the SEBI (SAST) Regulations, 2011.

5) This is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.

6) The Equity Shares of the Target Company which will be acquired by the Acquirers and the PACs are fully paid up, free from all liens, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof.

7) As on date, there are no instruments pending for conversion into Equity Shares, except for 1,00,00,000 convertible warrants held by PAC 2.

8) The Manager to the Offer viz., Mark Corporate Advisors Private Limited does not hold any Equity Shares in the Target Company. They declare and undertake that they shall not deal in the Equity Shares of the Target Company during the period commencing from the date of triggering the Offer till the expiry of 15 days from the date on which the payment of consideration to the shareholders who have accepted the Open Offer is made, or the date on which the Open Offer is withdrawn as the case may be.

E. The Acquirers and the PACs does not have any plans to alienate any significant assets of the Target Company whether by way of sale, lease, encumbrance or otherwise for a period of two (2) years except in the ordinary course of business. The Target Company's future policy for disposal of its assets, if any, within two (2) years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders through Special Resolution passed by way of postal ballot in terms of Regulation 25(2) of the Regulations.

F. As per Regulation 38 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("**SEBI (LODR) Regulations, 2015**") read with Rule 19A of the Securities Contract (Regulation) Rules, 1957, as amended ("**SCRR**"), the Target Company is required to maintain at least 25% public shareholding, on continuous basis for listing. As a result of the acquisition of equity shares pursuant to Open Offer, the public shareholding in the Target Company will not fall below the minimum level required as per Rule 19A of the SCRR read with SEBI (LODR) Regulations, 2015, as amended.

II. BACKGROUND TO THE OFFER:

1) The Acquirers and the PACs are making this Open Offer in terms of Regulations 3(1), 3(2) and 4 of the SEBI (SAST) Regulations, 2011 to acquire up to 1,76,48,152 equity shares of face value of ₹10 each, representing 26.00% of the Emerging Voting Share Capital of the Target Company at a price of ₹55.00 per equity share ("**Offer Price**"), aggregating to ₹97,06,48,360 payable in cash, subject to the terms and conditions set out in the PA, this DPS, DLoF and the LoF that will be sent to the Public Shareholders of the Target Company.

2) The Acquirers together with PAC 1, PAC 2 and PAC 4 intend to acquire substantial stake in the Target Company and also to have joint control over the Target Company along existing Promoter/Promoter Group (including PAC 3) of the Target Company. The Acquirers and PACs shall become the Promoter/Promoter Group of the Target Company along with the existing Promoter/Promoter Group (including PAC 3) of the Target Company, post completion of Open Offer formalities. The Acquirers and the PACs do not have any intention to delist the Target Company pursuant to this Open Offer.

3) The Offer Price is payable in cash, in accordance with Regulation 9(1) of SEBI (SAST) Regulations, 2011.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The proposed Equity Shareholding of the Acquirers and the PACs (including existing Promoter/Promoter Group of the Target Company and Deemed PACs) in the Target Company and the details of the acquisition are as follows:

Particulars	Shareholding as on PA date		Shares acquired between PA date and the DPS date		Acquisition of shares pursuant to conversion of convertible warrants		Shares proposed to be acquired in the Offer (assuming full acceptance)		Post Offer shareholding as on 10th working day after closing of Tendering Period	
	No of Shares	%	No of Shares	%	No of Shares	%	No of Shares	%	No of Shares	%
Acquirer 1	Nil	N.A.	Nil	N.A.			1,76,48,152	26.00	3,66,88,019	54.05
Acquirer 2	Nil	N.A.	Nil	N.A.						
PAC 1	24,73,693	3.64	Nil	N.A.						
PAC 2	Nil	N.A.	Nil	N.A.	1,00,00,000	14.73				
PAC 3	65,66,174	9.67	Nil	N.A.						
PAC 4	Nil	N.A.	Nil	N.A.						
Sub-Total	**90,39,867**	**13.32**	**Nil**	**N.A.**	**1,00,00,000**	**14.73**	**1,76,48,152**	**26.00**	**3,66,88,019**	**54.05**
Other existing Promoter/ Promoter Group	78,48,136	11.56	**Nil**	**N.A.**	**Nil**	**N.A.**	**Nil**	**N.A.**	78,48,136	11.56
Deemed PACs to the Acquirer 2	*4,92,787*	0.72	Nil	**N.A.**	**Nil**	**N.A.**	**Nil**	**N.A.**	*4,92,787*	0.72
Grand Total	**1,73,80,790**	**25.60**	**-**	**-**	**1,00,00,000**	**14.73**	**1,76,48,152**	**26.00**	**4,50,28,942**	**66.33**

N.A. - Not Applicable.

IV. OFFER PRICE:

1) The Equity Shares of the Target Company are presently listed on BSE Limited, Mumbai ("**BSE**") having a scrip code as 544191. The Equity Shares of the Target Company are frequently traded on BSE within the meaning of explanation provided in Regulation 2(j) of the SEBI (SAST) Regulations, 2011. The ISIN of the Target Company is INE0CYK01015.

2) The annualized trading turnover of the Equity Shares of the Target Company during Twelve (12) calendar months preceding the month of PA (February 2025 to January 2026) on the Stock Exchange on which the equity shares are listed is given below:

Name of the Stock Exchange	Total Number of shares traded during the preceding twelve calendar months prior to the month of PA	Total No. of Equity Shares listed	Annualized trading turnover (as % of totalnumber of listed shares
BSE Limited	1,20,66,078	5,44,24,212	22.17%

(*Source: www.bseindia.com*)

3) Based on the above, the equity shares of the Target Company are frequently traded on BSE during twelve (12) calendar months preceding the calendar month in which PA is made within the meaning of explanation provided in Regulation 2(j) of the Regulations.

4) The Offer Price of ₹55.00 is justified in terms of Regulation 8(2) of the Regulations on the basis of the following:

Sr. No.	Particulars		Amount (In ₹)
a)	Negotiated Price as per Share Purchase Agreement	:	N.A.
b)	The volume-weighted average price paid or payable per Equity Share for acquisition by the Acquirers and the PACs, for 52 weeks immediately preceding the date of Public Announcement	:	₹39.00*
c)	The highest price paid or payable for any acquisition by the Acquirers and the PACs, during 26 weeks immediately preceding the date of the Public Announcement	:	₹39.00*
d)	The volume-weighted average market price of Equity Shares of the Target Company for a period of sixty (60) trading days immediately preceding the date of PA as traded on BSE, being the Stock Exchange where the maximum volume of trading in the shares of the Target Company are recorded during such period and such shares being frequently traded	:	₹51.99
e)	Where the shares are not frequently traded, the price determined by the Acquirers and the PACs and the Manager taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies.	:	N.A.

N.A. – Not Applicable.

* *PAC 2 has been allotted 1,00,00,000 convertible warrants (one convertible warrant is convertible into one equity share) at the rate of ₹39.00 each on December 12, 2025.*

5) In view of the parameters considered and presented in the table above and in the opinion of the Acquirers and the PACs and Manager to the Offer, the Offer Price of ₹55.00 per Equity Share is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.

6) There have been no corporate actions in the Target Company warranting adjustment of relevant price parameters.

7) As on date, there is no revision in the Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirers and the PACs shall comply with Regulation 18 of the SEBI (SAST) Regulations, 2011 and all the provisions of the SEBI (SAST) Regulations, 2011 which are required to be fulfilled for the said revision in the Offer Price or Offer Size.

8) If the Acquirers and the PACs acquire or agree to acquire any Equity Shares or Voting Rights in the Target Company during the offer period, whether by subscription or purchase, at a price higher than the Offer Price, the Offer Price shall stand revised to the highest price paid or payable for any such acquisition in terms of Regulation 8(8) of SEBI (SAST) Regulations, 2011. Provided that no such acquisition shall be made after the third working day prior to the commencement of the tendering period and until the expiry of the tendering period. Further, in accordance with Regulations 18(4) and 18(5) of the Regulations, in case of an upward revision to the Offer Price or to the Offer Size, if any, on account of competing offers or otherwise, the Acquirers and the PACs shall (i) make public announcement in the same newspapers in which this DPS has been published; and (ii) simultaneously notify to SEBI, BSE and the Target Company at its Registered Office. Such revision would be done in compliance with other formalities prescribed under the Regulations.

9) If the Acquirers and the PACs acquire Equity Shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the Offer Price, the Acquirers and the PACs shall pay the difference between the highest acquisition price and the Offer Price, to all shareholders whose shares have been accepted in the Offer within sixty days from the date of such acquisition. However, no such difference shall be paid in the event that such acquisition is made under another Open Offer under Regulations, or pursuant to SEBI (Delisting of Equity Shares) Regulations, 2021, as amended, or open market purchases made in the ordinary course on the Stock Exchange, not being negotiated acquisition of shares of the Target Company in any form.

10) If there is any revision in the offer price on account of future purchases/competing offers, or any other ground it will be done only up to the period prior to three (3) working days before the date of commencement of the Tendering Period and will be notified to the shareholders.

V. FINANCIAL ARRANGEMENTS:

1) The total funds required for the implementation of the Offer (assuming full acceptance), i.e., for the acquisition of up to 1,76,48,152 fully paid-up Equity Shares having face value ₹10 each at a price of ₹55.00 per equity share is ₹97,06,48,360 ("**Maximum Consideration**").

2) In accordance with Regulation 17 of SEBI (SAST) Regulations, 2011, the Acquirers and the PACs have opened a Cash Escrow Account in the name and style of "Purple Open Offer Escrow Account" ("**Escrow Account**") with Yes Bank Limited ("**Escrow Banker**") bearing account number 000166200004622 and deposited an amount of ₹2,50,00,000, in cash, being 2.575% of the maximum consideration payable. The cash deposit in the Escrow Account has been confirmed vide the Certificate dated February 10, 2026 issued by the Escrow Banker. The Acquirers and the PACs have authorised the Manager to the Offer to operate and realize the value of the Escrow Account in terms of the SEI (SAST) Regulations, 2011.

3) Further, in accordance with Regulation 17 of SEBI (SAST) Regulations, 2011, the Acquirers and the PACs have transferred securities amounting to ₹22,47,32,250 (net of 50% margin) being 23.15% of the maximum consideration to the Demat Escrow Account viz., "Allied Commodities Pvt. Ltd. Escrow Demat Account-Operated By MCAPL" opened with SW Capital Private Limited ("**Demat Escrow Agent**") bearing account number 12036300 00122909 on February 10, 2026. The Demat Escrow Agent has confirmed the same vide Statement of Holdings dated February 10, 2026. The details of the securities kept in Escrow Demat Account and Margin are given hereunder:

Sr. No.	Name of the Scrip	Quantity	Face Value (₹)	Market Price [1]	Total Value (₹)
1)	J. Kumar Infraprojects Limited	5,25,000	₹5	₹571.30 [2]	₹29,99,32,500
2)	Panorama Studios International Limited	34,00,000	₹2	₹43.98 [3]	₹14,95,32,000
	Total				**₹44,94,64,500**
	Less: Margin @ 50%				₹22,47,32,250
	Value of Securities available for Escrow				**₹22,47,32,250**

Notes:

(1) *Market Price is as on February 06, 2026.*

(2) *Closing Price on NSE.*

(3) *Closing Price on BSE.*

4) The securities deposited in the Demat Escrow Account are free of lien/encumbrances.

5) The securities deposited in the Demat Escrow Account are carrying the voting rights and there is no suspension or freeze of the voting rights.

6) The Acquirers and the PACs have empowered the Manager to the Offer i.e. Mark Corporate Advisors Private Limited to open and maintain the Escrow Demat Account with Demat Escrow Agent and also to realize the value of the Cash Escrow Account in terms of the SEBI (SAST) Regulations, 2011.

7) The Acquirers and the PACs have adequate financial resources and have made firm financial arrangements for implementation of the Open Offer, in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011. The Open Offer obligation shall be met by the Acquirers and the PACs through their own resources and no borrowings from any bank and/or financial institution are envisaged. CA Varish Sunil Shah, (Membership No.: 611014), Partner, M/s SDG & Co., Chartered Accountants (FRN: 137864W), having Office at 912, Corporate Annexe, Sonawala Road, Near Udyog Bhawan, Goregaon (East), Mumbai-400063, Tel. No. is +91 80974 71020 and Email ID is prof.sdgandco@gmail.com has certified vide certificate dated February 06, 2026, that sufficient resources are available with the Acquirers and the PACs for fulfilling the obligations under this 'Offer' in full.

8) Based on the above, the Manager to the Offer is satisfied (i) about the adequacy of resources to meet the financial requirements of the Offer and the ability of the Acquirers and the PACs to implement the Offer in accordance with the SEBI (SAST) Regulations, 2011; and (ii) that firm arrangements for payment through verifiable means are in place to fulfill the Offer obligations.

9) In case of upward revision of the Offer Price and/or the Offer Size, the Acquirers and the PACs shall deposit additional appropriate amount into an Escrow Account to ensure compliance with Regulation 18(5) of the SEBI (SAST) Regulations, 2011, prior to effecting such revision.

VI. STATUTORY AND OTHER APPROVALS REQUIRED FOR THE OFFER:

1) A prior approval from Reserve Bank of India, Mumbai ("**RBI**") is to be obtained by the Acquirers and the PACs and the Target Company under direction 42 of Master Direction-Reserve Bank of India (Non-Banking Financial Company–Scale Based Regulation) Directions, 2023 as amended from time to time, for acquisition of equity shares, change in management by way of joint control of Non-Banking Finance Company. The Target Company being a NBFC registered with RBI, the aforesaid RBI Circular is applicable and binding.

As on date, no other Statutory Approvals required by the Acquirers and the PACs to complete the Open Offer, except for the prior approval of RBI. In case, if any Statutory Approval(s) are required or become applicable at a later date before the closure of the Tendering Period, the Offer shall be subject to the receipt of such Statutory Approval(s). The Acquirers and the PACs shall make the necessary applications for such Statutory Approvals. In the event of non-receipt of any of such Statutory Approvals which may become applicable for the purchase of the Equity Shares under this Offer, the Acquirers and the PACs shall have the right to withdraw the Offer in accordance with the provisions of Regulation 23(1) of the SEBI (SAST) Regulations, 2011.

In terms of Regulation 23(1) of the SEBI (SAST) Regulations, 2011, in the event that the approvals which become applicable prior to completion of the Open Offer are not received, for reasons outside the reasonable control of the Acquirers and the PACs, then the Acquirers and the PACs shall have the right to withdraw the Open Offer. The following conditions under which the Acquirers and the PACs can withdraw the Open Offer, as provided in Regulation 23(1) of the SEBI (SAST) Regulations, 2011 are:

(i) Statutory Approvals required for the open offer or for effecting the acquisitions attracting the obligation to make an open offer under these regulations having been finally refused, subject to such requirements for approval having been specifically disclosed in the detailed public statement and the letter of offer;

(ii) the Acquirers and the PACs, being a natural person, has died;

(iii) any condition stipulated in the agreement for acquisition attracting the obligation to make the open offer is not met for reasons outside the reasonable control of the Acquirers and the PACs, and such agreement is rescinded, subject to such conditions having been specifically disclosed in the detailed public statement and the letter of offer, provided that the Acquirers and the PACs shall not withdraw an open offer pursuant to a public announcement made under clause (g) of sub-regulation (2) of regulation 13, even if the proposed acquisition through the preferential issue is not successful.; or

(iv) Such circumstances as in the opinion of the SEBI, merit withdrawal.

In the event of withdrawal of this Offer, for reasons outside the reasonable control of the Acquirers and the PACs, a Public Announcement will be made within two (2) working days of such withdrawal, in the same newspapers in which this DPS has been published and copy of such Public Announcement will also be sent to SEBI, BSE and to the Target Company at its Registered Office.

2) In case of delay in receipt of any Statutory Approval(s), pursuant to Regulations 18(11) of the Regulations, SEBI may, if satisfied, that delay in receipt of requisite Statutory Approval(s) was not attributable to any willful default, failure or neglect on the part of the Acquirers and the PACs to diligently pursue such approvals, may grant an extension of time for the purpose of the completion of this Offer, subject to Acquirers and the PACs agreeing to pay interest for the delayed period, provided where the Statutory Approval(s) extend to some but not all Equity Shareholders, the Acquirers and the PACs has the option to make payment to such Shareholders in respect of whom no Statutory Approval(s) are required in order to complete this Open Offer. Further, in case the delay occurs on account of wilful default by the Acquirers and the PACs in obtaining any Statutory Approval(s) in time, the amount lying in the Escrow Account will be liable to be forfeited and dealt with pursuant to Regulation 17(10)(e) of the Regulations.

3) If the holders of the Equity Shares who are not persons resident in India (including NRIs, OCBs and registered FPIs and FIIs require any approvals (including from Reserve Bank of India ("**RBI**"), the Foreign Investment Promotion Board or any other regulatory body) in respect of the Equity Shares held by them, they will be required to submit such previous approvals, that they would have obtained for holding the Equity Shares, to tender the Equity Shares held by them in this Open Offer, along with the other documents required to be tendered to accept this Open Offer. In the event such approvals are not submitted, the Acquirers and the PACs reserve the right to reject such Equity Shares as those tendered in this Open Offer.

VII. TENTATIVE SCHEDULE OF ACTIVITIES PERTAINING TO THE OFFER:

Sr. No.	Nature of Activity	Day & Date [1]
1)	Date of Public Announcement	Friday, February 06, 2026
2)	Date of publication of Detailed Public Statement	Friday, February 13, 2026
3)	Last date for filing of Draft Letter of Offer with SEBI	Monday, February 23, 2026
4)	Last date for public announcement for competing offer(s)	Tuesday, March 10, 2026
5)	Last date for receipt of SEBI observations on the DLoF (in the event SEBI has not sought clarifications or additional information from the Manager)	Tuesday, March 17, 2026
6)	Identified Date [2]	Friday, March 20, 2026
7)	Last date by which this LoF is to be dispatched to the Public Shareholders whose names appear on the register of members on the Identified Date	Monday, March 30, 2026
8)	Last date by which the committee of the independent directors of the Target Company is required to publish its recommendation to the Public Shareholders for this Open Offer	Thursday, April 02, 2026
9)	Last date for upward revision of the Offer Price and/or Offer Size	Monday, April 06, 2026
10)	Date of Public Announcement for Opening the Offer	Tuesday, April 07, 2026
11)	Date of Commencement of the Tendering Period ("**Offer Opening Date**")	Wednesday, April 08, 2026
12)	Date of Closing of the Tendering Period ("**Offer Closing Date**")	Wednesday, April 22, 2026
13)	Last date for communicating Rejection/acceptance and payment of consideration for accepted equity shares or equity share certificate/return of unaccepted share certificates/credit of unaccepted shares to Demat Account	Wednesday, May 06, 2026

(1) *The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations, 2011) and are subject to receipt of relevant approvals from various statutory/regulatory authorities and may have to be revised accordingly.*

(2) *Identified Date is only for the purpose of determining the names of the Eligible Equity Shareholders as on such date to whom the Letter of Offer will be sent. It is clarified that all the holders (registered or unregistered) of Equity Shares of the Target Company except the Acquirers and the PACs, Promoter/Promoter Group of the Target Company, Deemed PACs to the Acquirers/PACs, are eligible to participate in this Offer any time during the tendering period of the Offer.*

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER:

1) Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date i.e., the date falling on the tenth (10th) Working Day prior to the commencement of Tendering Period, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer. An accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.

2) The Eligible Equity Shareholders may also download the Letter of Offer from the website of SEBI i.e., www.sebi.gov.in or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the equity shares and their folio number, DP Identity, Client Identity, Current Address and Contact Details.

3) In the event that the number of Equity Shares validly tendered by the Public Shareholders under this Offer is more than the number of Equity Shares agreed to be acquired in this Offer, the Acquirers and the PACs shall accept those Equity Shares validly tendered by such Public Shareholders on a proportionate basis in consultation with the Manager to the Offer.

4) The Open Offer will be implemented by the Acquirers and the PACs subject to applicable laws, through the stock exchange mechanism made available by the stock exchanges in the form of a separate window ("**Acquisition Window**"), as provided under the SEBI (SAST) Regulations, 2011 and SEBI circular bearing number CIR/CFD/POLICY/CELL/1/2015 dated April 13, 2015, as amended from time to time, read with the SEBI circular bearing number CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, as amended from time to time ("**Acquisition Window Circulars**") and SEBI Circular bearing number SEBI/HO/CFD/DCR-III/CIR/P/2021/ 615 dated August 13, 2021 issued by SEBI. As per SEBI Circular bearing number SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, a lien shall be marked against the shares of the shareholders participating in the tender offer. Upon finalisation of the entitlement, only the accepted quantity of shares shall be debited from the demat account of the shareholders. The lien marked against unaccepted shares shall be released. The detailed procedure for tendering and settlement of shares under the revised mechanism is specified in the Annexure to the said circular.

5) BSE Limited, Mumbai ("**BSE**") shall be the Stock Exchange for the purpose of tendering the equity shares in the Open Offer.

6) SW Capital Private Limited ("**Buying Broker**") is being appointed by the Acquirers and the PACs for the purpose of this Open Offer through whom the purchases and settlements on account of the Offered Shares tendered during the tendering period under this Open Offer will be made.

The Contact Details of the Buying Broker are mentioned below:

SW Capital Private Limited
4th Floor, Sunteck Centre, 37/40, Subhash Road, Near Garware House,
Vile Parle (E), Mumbai-400 057, Maharashtra.
Tel No.: +91 22 4268 7439
Contact Person: Mr. Hemant Shah
Email ID: hemant.shah@swcapital.in
SEBI Registration No.: INZ 230013039 (NSE) / INZ 010013035 (BSE)

7) All Eligible Equity Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective Stockbroker ("**Selling Broker**") within the normal trading hours of the secondary market, during the Tendering Period.

8) A separate Acquisition Window will be provided by BSE to facilitate the placing of orders. The Selling Broker would be required to place an order / bid on behalf of the Public Shareholders who wish to tender Equity Shares in the Open Offer using the Acquisition Window of the BSE. Before placing the order/bid, the Selling Broker will be required to mark lien on the tendered Equity Shares. Details of such Equity Shares marked as lien in the demat account of the Eligible Equity Shareholders shall be provided by the depository to the Indian Clearing Corporation ("**Clearing Corporation**").

9) As per the provisions of Regulation 40 (1) of the SEBI (LODR) Regulations, 2015, as amended and SEBI's press release dated December 03, 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialised form with a depository with effect from April 01, 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations, 2011. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as well can tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations, 2011.

10) Equity Shares should not be submitted/tendered to the Manager to the Open Offer, the Acquirers and the PACs or the Target Company.

IX. THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER.

X. OTHER INFORMATION:

1) For the purpose of disclosures in this DPS relating to the Target Company, the Acquirers and the PACs relied on the publicly available information and information provided by the Target Company and has not independently verified the accuracy of details of the Target Company. Subject to the aforesaid, the Acquirers and the PACs accept the responsibility for the information contained in the Detailed Public Statement and also for the obligations of the Acquirers and the PACs as laid down in the SEBI (SAST) Regulations, 2011 and subsequent amendments made thereof.

2) Pursuant to Regulation 12 of SEBI (SAST) Regulations, 2011, the Acquirers and the PACs have appointed Mark Corporate Advisors Private Limited as Manager to the Offer.

3) The Acquirers and the PACs have appointed Purva Sharegistry (India) Private Limited, as Registrar to the Offer having Registered Office at Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel East, Mumbai-400011, Maharashtra, India Tel. No.: +91 22 3199 8810 / 4961 4132, Email ID: support@purvashare.com, Contact Person: Ms. Deepali Gaonkar, SEBI Reg. No.: INR000001112.

4) In this DPS, any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or regrouping.

5) This DPS and the PA will also be available on the website of SEBI i.e., www.sebi.gov.in.

Issued by Manager to the Offer:

MARK

MARK CORPORATE ADVISORS PRIVATE LIMITED
CIN: U67190MH2008PTC181996
404/1, The Summit, Sant Janabai Road (Service Lane),
Off Western Express Highway, Vile Parle (East),
Mumbai-400 057.
Contact Person: Mr. Manish Gaur
Telephone No.: +91 22 2612 3207/08
Email ID: openoffer@markcorporateadvisors.com
Investor Grievance Email ID:
investorgrievance@markcorporateadvisors.com
SEBI Registration No.: INM000012128

For and on behalf of the Acquirers and the PACs:

For **Allied Commodities Private Limited** ("**Acquirer 1**")		For **Intellect Stock Broking Limited** ("**PAC 1**")
Sd/-	**Sd/-**	**Sd/-**
Sandeep Jindal **Director**	**Sandeep Jindal** ("**Acquirer 2**")	**Sandeep Jindal** **Director**
For **Intellect Money Finvest Private Limited** ("**PAC 2**")		For **AC Enterprises Private Limited** ("**PAC 4**")
Sd/-	**Sd/-**	**Sd/-**
Sandeep Jindal **Authorised Signatory**	**Amitabh Chaturvedi** ("**PAC 3**")	**Amitabh Chaturvedi** **Director**

Place : Mumbai
Date : February 13, 2026