Purple Panda Fashions Limited

Annual Report

2025-26

NOTICE

Notice is hereby given that the 14th Annual General Meeting of the Members of Purple Panda Fashions Limited will be held on **Tuesday, August 25, 2026** at **12:30 p.m.** (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

Ordinary Business

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors, as circulated to the members, be and are hereby considered and adopted.**"**

2. To appoint Ms. Neha, who retires by rotation as a Director, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Neha (DIN: 06380757), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.**"**

By Order of the Board of Directors

Sd/-
Yashank Taneja
Company Secretary
Membership No.: A71360

Date: August 1, 2026
Place: Delhi

Registered Office:
109-B, Plot No. 18, Rajendra Jaina Tower,
Wazirpur Commercial Complex, WPIA, New Delhi-110052, India
CIN: U52100DL2012PLC237371
Tel: +0120-4842200, Website: http://www.purplepanda.in/

Notes:

1. The Ministry of Corporate Affairs ("MCA") has vide its circular dated September 22, 2025 read with circulars dated, April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars") permitted convening the Annual General Meeting ("AGM"/ "Meeting") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In accordance with the MCA Circulars and provisions of the Companies Act, 2013 ("the Act") read with Rules made thereunder, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. In compliance with the MCA circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those members whose email address is registered with the Company / Registrar and Transfer Agent / Depository Participants/ Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website http://www.purplepanda.in/.

3. Generally, 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 will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.

4. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

5. Corporate members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company vide email at yashank.taneja@ril.com, a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the meeting, before the commencement of the meeting.

6. In terms of Section 152 of the Act, Ms. Neha (DIN: 06380757), Director of the Company, retires by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company recommend her re-appointment.

Ms. Neha, Director of the Company, is interested in the Ordinary Resolution set out at Item No. 2 of the Notice with regard to her re-appointment. The relatives of Ms. Neha may be deemed to be interested in the resolution set out at Item no. 2 of the Notice, to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 and 2 to the Notice.

7. Brief profile of Ms. Neha, Director retiring by rotation, and other requisite details are annexed to the Notice and marked as Annexure, pursuant to the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government.

8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available, electronically, for inspection by the members during the AGM.

9. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM.

   Members seeking to inspect such documents can send an email to yashank.taneja@ril.com.

10. Members seeking any information with regard to the accounts or any matter to be considered at the AGM are requested to write to the Company on or before August 18, 2025, through e-mail on yashank.taneja@ril.com. The same will be replied to by the Company suitably.

11. Members attending the AGM through VC/ OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

12. Members can cast their vote by a show of hands during the AGM or by sending an e-mail on yashank.taneja@ril.com in case of a poll.

13. The instruction for participating in the meeting through VC:

a) Members would have received an email from the Company to participate in the Meeting through Video-conference on your email address registered with the Company.

b) Members are requested to note that in accordance with MCA circulars, the meeting through Video-conference would be conducted through "**Microsoft Teams**" which enables two-way audio and Video-conference. Members are requested to join the Meeting using the following link:

Join the meeting now

c) Members who need assistance before or during the meeting can contact Mr. Yashank Taneja at yashank.taneja@ril.com or call on +91 8375978397.

d) In case you already have Microsoft Teams installed on your Laptop/ Computer/ iPad/ Mobile Phone, click on "Join Microsoft Teams Meeting" option from the email. You will connect to the meeting.

e) In case you do not have Microsoft Teams installed on your Laptop/ Computer/ iPad/ Mobile Phone, please follow the below given procedure.

Option 1

For participating through **Windows / Apple powered Laptops / Computer devices**:

Open the email invitation using **Google Chrome** browser

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Simply click on "**Join Microsoft Teams Meeting**" option from the email invitation / your calendar events.

↓

A new Browser window would open. Select "**Join on the web instead**". Once you reach to the "**Enter Name**" prompt, enter your name and click "**Join as a Guest**"

↓

You will enter the Meeting. Make sure you start your camera and microphone may be kept on "Mute" when not speaking.

Option 2

For installing Microsoft Teams on your **iPad / apple devices / iPad / Android devices**:

Click on "**Join Microsoft Teams Meeting"** from the email invitation/calendar events

↓

System will prompt you to download Microsoft Teams

↓

Download and Install Microsoft teams. Please do not try to login.

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Once installed, click on invitation once again on "**Join Microsoft Teams Meeting"** from the email invitation/calendar events

↓

You will be prompted to Microsoft Teams application

↓

Click on "**Join as a Guest**" option

↓

Type your Name and once again click on "**Join as a Guest**"

↓

You will enter the Meeting. Make sure you start your camera and the microphone may be kept on "Mute" when not speaking.

Annexure to the Notice dated August 1, 2026

Profile of the Director retiring by rotation at the Meeting

Ms. Neha (DIN: 06380757)

Ms. Neha, aged 44 years, has done PGDBM, Marketing from FORE School of Management and B.A (Hons.), Mathematics from Miranda House, Delhi University, 2002. She has a vast experience of almost 20 years in various industries. Her areas of expertise are revenue, customer experience, marketing, brand and sales related operations. She has played a pivotal role in setting up and growing the e-commerce engines for the India Today Group and had a short stint as Head of digital marketing for a leading Indian e-com venture.

Other details of Director retiring by rotation at the Meeting are as under:

Name	**Ms. Neha**
Terms and conditions of appointment/ re-appointment	Whole-time Director liable to retire by rotation
Remuneration drawn in the Company for 2025-26	Rs. 1.44 crore p.a.
Remuneration sought to be paid	As per terms and conditions of her appointment as the Whole-time Director of the Company
Date of the first Appointment on the Board	September 13, 2012
Shareholding in the Company as on March 31, 2026	10166 equity shares
Relation with other Director/ Key Managerial Personnel of the Company	None
Number of Meetings of the Board attended during the financial year 2025-26	7
Directorship of other Boards as on March 31, 2026	1. Bluestone Jewellery and Lifestyle Limited 2. NoPaperForms Solutions Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2026	1. Bluestone Jewellery and Lifestyle Limited ○ Nomination and Remuneration Committee (Member) ○ Stakeholder Relationship Committee (Member) ○ Risk Management Committee (Member)

	2. NoPaperForms Solutions Limited ○ Audit Committee (Member) ○ Nomination and Remuneration Committee (Member) ○ Risk Management Committee (Chairperson)

By Order of the Board of Directors

Sd/-
Yashank Taneja
Company Secretary
Membership No.: A71360

Date: August 1, 2026
Place: Delhi

Registered Office:
109-B, Plot No. 18, Rajendra Jaina Tower,
Wazirpur Commercial Complex, WPIA, New Delhi-110052, India
CIN: U52100DL2012PLC237371
Tel: +0120-4842200, Website: http://www.purplepanda.in/

BOARD'S REPORT

Dear Members,

The Board of Directors present the Company's 14th Annual Report and the Company's audited financial statements for the financial year ended March 31, 2026.

Financial Results

The Company's financial performance for the year ended March 31, 2026 is summarized below:

(Rs. in crore)

Particulars	2025-26	2024-25
Revenue from operations (gross)	288.84	249.93
Other Income	2.57	3.83
Profit/(Loss) before tax	(48.70)	(58.50)
Less: Tax	-	-
Profit/(Loss) for the year	(48.70)	(58.50)
Add: Other Comprehensive Income	0.47	0.23
Total Comprehensive Loss for the year	(48.23)	(58.27)
Add: Opening Balance in Retained Earnings and OCI (adjusted)	(296.14)	(237.87)
Less: Appropriation		
Closing Balance of Retained Earnings and OCI	(344.37)	(296.14)

Dividend

The Board of Directors of the Company has not recommended any dividend on equity shares of the Company for the financial year under review.

Transfer to Reserves

The Board of Directors of the Company has not transferred any amount to the Reserves for the year under review.

Result of Operations and the state of Company's affairs

During FY 2025-26, the Company continued to strengthen its omnichannel presence through the launch of nine Exclusive Brand Outlets (EBOs). As at March 31, 2026, the Company operated 73 EBOs across various locations. The Company also expanded its presence in Large Format Stores (LFS), increasing the total number of LFS counters to 1,377, thereby enhancing its reach and accessibility to customers across the country.

The Company continued its focus on product innovation, category expansion, and strategic brand partnerships and remains steadfast in its mission to become India's most trusted destination for lingerie, sleepwear and loungewear.

During the financial year under review, the Company's gross revenue stood at Rs. 288.84 crore, an increase of 15.6% over Rs. 249.93 crore in the previous financial year.

The Company incurred a net loss of Rs. 48.70 crore during the year, as compared to a net loss of Rs. 58.50 crore in the previous financial year. The EBITDA loss stood at Rs. 32.73 crore, as compared to an EBITDA loss of Rs. 42.10 crore in the previous financial year.

Details of Material changes from the end of financial year

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this Report.

Debentures

During the financial Year under review, the Company had issued and allotted the following Unsecured Optionally Fully Convertible Debentures (OFCDs) to Reliance Retail Ventures Limited, holding company of the Company:

45,00,000 OFCDs of face value of Rs. 100 each for cash at par aggregating to Rs. 45 crore and

28,40,000 OFCDs of face value of Rs. 100 each for cash at par aggregating to Rs. 28.40 crore.

Subsidiary, Joint Venture and Associate Companies

During the year under review, no company has become or ceased to be the Company's subsidiary, joint venture or associate company.

Secretarial Standards

The Company has followed applicable Secretarial Standards, i.e. SS-1 and SS-2 relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively.

Directors' Responsibility Statement

The Board of Directors of the Company state that:

(a) in the preparation of the accounts for the financial year ended March 31, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013 (the "Act"), have been followed and there are no material departures from the same;

(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 March 31, 2026 and of the loss of the Company for the financial year ended on that date;

(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 accounts on a 'going concern' basis; and

(e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Contracts or arrangements with Related Parties

All contracts / arrangements / transactions entered by the Company during the financial year 2025-26 with related parties were in its ordinary course of business and on an arm's length basis. During the year under review, the Company had not entered into any contract / arrangement / transaction with related parties which is required to be reported in Form No. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Members may refer to Note 29 to the financial statement which sets out related party disclosures pursuant to Indian Accounting Standards.

Risk Management

The Company has in place a Risk Management System which provides for a robust risk management framework to identify and assess risks such as operational, financial, regulatory and other risks. There is an adequate risk management infrastructure in place capable of addressing these risks.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organisational structures, processes, standards, code of conduct and behaviours together form the Reliance Management System (RMS) that governs how the Company conducts the business and manages associated risks.

Internal Financial Controls

Internal Financial Controls are an integral part of the risk management process, addressing financial and financial reporting risks. The internal financial controls have been documented, digitised and embedded in the business processes.

Assurance on the effectiveness of internal financial controls is obtained through 3 Lines of Defence which include:

(a) Management reviews and control self-assessment;
(b) Continuous control monitoring by functional experts;
(c) Independent design and operational testing by the Group Internal Audit Function.

The Company believes that these systems provide reasonable assurance that the Company's internal financial controls are designed effectively and are operating as intended.

Directors / Key Managerial Personnel

In accordance with the provisions of the Act and the Articles of Association of the Company, Ms. Neha (DIN: 06380757), Director of the Company, retires by rotation at the ensuing Annual General Meeting. The Board of Directors, on the recommendation of Nomination and Remuneration Committee ("NRC"), has recommended her re-appointment.

During the year, the Board, on the recommendation of the Nomination and Remuneration Committee, approved the following re-appointments, which were subsequently approved by the Members by way of Special Resolution(s):

Ms. Neha, Whole-time Director, was re-appointed for a further term of three (3) consecutive years as Whole-time Director of the Company with effect from April 15, 2025.

Shri Krishnan Sudarshan, Independent Director, was re-appointed for his second term of three (3) consecutive years as an Independent Director of the Company with effect from July 1, 2025.

Shri Shiv Kumar Bhardwaj, Independent Director, was re-appointed for his second term of three (3) consecutive years as an Independent Director of the Company with effect from July 1, 2025.

The Company has received declarations from all the Independent Directors of the Company, confirming that:

a) they meet with the criteria of independence as prescribed under the Act;

b) they have registered their names in the Independent Directors' Databank; and

c) they have complied with the Code for Independent Directors prescribed in Schedule IV to the Act.

In the opinion of the Board, all the Independent Directors of the Company possess requisite expertise, integrity and experience.

The Company has devised, *inter-alia*, the following policies viz:

a) Policy for selection of Directors and determining Directors' independence; and

b) Remuneration Policy for Directors, Key Managerial Personnel and other employees.

The aforesaid policies are available on the Company's website and can be accessed at http://www.purplepanda.in/pdf/Policy%20for%20selection%20of%20Director%20and%20Determining%20Director%20Independence.pdf and

http://www.purplepanda.in/pdf/Remuneration%20Policy%20for%20Directors,%20Key%20Managerial%20Personnel%20and%20other%20Employees.pdf

The Policy for selection of Directors and determining Directors' independence sets out the guiding principles for the NRC for identifying persons who are qualified to become Directors and to determine the independence of Directors, while considering their appointment as Independent Directors of the Company. The Policy also provides for the factors in evaluating the suitability of individual Board members with diverse background and experience that are relevant for the Company's operations. There has been no change in this Policy during the year under review.

The Remuneration Policy for Directors, Key Managerial Personnel and other employees sets out the guiding principles for the NRC for recommending to the Board the remuneration of the Directors, Key Managerial Personnel and other employees of the Company. There has been no change in this Policy during the year under review.

Performance Evaluation

The Company has a Policy for performance evaluation of the Board, its Committees and Individual Directors (including Independent Directors) which includes criteria for performance evaluation of the Non-executive Directors and Executive Directors.

In accordance with the manner of evaluation specified by the NRC, the Board carried out the annual performance evaluation of the Board, its Committees and Individual Directors. The Independent Directors carried out annual performance evaluation of the Chairperson, the non-independent directors and the Board as a whole. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members.

The performance of each Committee was evaluated by the Board, based on the report on evaluation received by it from respective Committees. A consolidated report on performance evaluation was shared with the Chairman of the Board for his review and giving feedback to each Director.

Auditors and Auditors' Report

Statutory Auditors

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration Number: 117366W/W-100018), were appointed as Statutory Auditors of the Company for a term of 5 (five) years at the Annual General Meeting held on September 30, 2022. They have confirmed their eligibility and qualification required under the Act for holding office as Statutory Auditors of the Company.

The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

Disclosures

(I) Meetings of the Board

Seven meetings of the Board of Directors were held during the year under review.

(II) Audit Committee

The Audit Committee comprised of Shri Akhilesh Prasad (Chairman), Shri Shiv Kumar Bhardwaj and Shri Krishnan Sudarshan as members of the Committee.

During the financial year, all the recommendations made by the Audit Committee were accepted by the Board.

(III) Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprised of Shri Shiv Kumar Bhardwaj (Chairman), Shri Akhilesh Prasad and Shri Krishnan Sudarshan as members of the Committee.

(IV) Prevention of Sexual Harassment at Workplace

As per the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ("POSH Act") and Rules made thereunder, the Company has Internal Committee to address complaints against sexual harassment in accordance with the POSH Act. The Company has in place Anti-Sexual Harassment Policy which ensures a free and fair enquiry process with clear timelines for resolution. To build awareness in this area, the Company has been conducting online programme on a continuous basis. There were no cases/ complaints filed during the financial year under review.

(V) Code on Social Security, 2020 – Maternity Benefit

The Company is in compliance with the applicable provisions relating to maternity benefits as prescribed under the Maternity Benefit Act, 1961/ the Code on Social Security, 2020.

(VI) Particulars of loans given, investments made, guarantees given and securities provided

During the year under review, there were no loans given, investments made, or guarantees given or securities provided in terms of Section 186 the Act.

(VII) Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

A. Conservation of Energy:

i) Steps taken or impact on conservation of energy:

The Company is not engaged in any direct manufacturing or processing activity. Considering the nature of the Company's business, there is no reporting to be made on the conservation of energy in its operations.

Notwithstanding this, the Company recognizes the importance of energy conservation in decreasing the adverse effects of global warming and climate change. The Company carries on its business activities in an environmental friendly and energy efficient manner.

ii) Steps taken by the Company for utilising alternate sources of energy:

Considering the nature of Company's business, the Company has not taken any special measures for utilising alternate sources of energy.

iii) The capital investment on energy conservation equipments:

The Company has not made any capital investment on energy conservation equipment.

B. Technology Absorption:

i) Efforts made towards technology absorption:

The Company has not entered into any technology agreement or collaborations.

ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable

iii) Information regarding imported technology (Imported during the last three years):

The Company has not imported any technology during the last three years.

iv) Expenditure incurred on Research and Development: Nil

C. Foreign Exchange Earnings and Outgo:

Foreign Exchange Earned in terms of actual inflow – Rs. 121.46 lakh

Foreign Exchange Used in terms of actual outflow – Rs. 50.46 lakh

Annual Return

The Annual Return of the Company as on March 31, 2026 is available on the Company's website and can be accessed at **http://www.purplepanda.in/pdf/Annual-Return-2025-26.pdf**

General

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

1. Details relating to deposits covered under Chapter V of the Act.

2. Issue of equity shares with differential rights as to dividend, voting or otherwise.

3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

4. The Company has not provided any money for the purchase of its own shares by employees or by trustees for the benefit of employees.

5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

6. No fraud was reported by the Auditors to the Audit Committee or the Board of Directors of the Company.

7. Details in terms of Section 197(12) of the Act.

8. The Company is not required to maintain cost records in terms of section 148(1) of the Act.

9. There has been no change in the nature of the business of the Company.

10. Reporting requirements under Rule 8(1) of the Companies (Accounts) Rules, 2014, as there were no subsidiary, joint venture and/or associate company.

11. Constitution of Corporate Social Responsibility Committee and spending on Corporate Social Responsibility in terms of Section 135 of the Act.

12. There is no application made / proceeding pending under the Insolvency and Bankruptcy Code, 2016.

13. There was no instance of one-time settlement with any Banks or Financial Institutions.

14. The Whole-time Director of the Company did not receive any remuneration or commission from its holding company.

Acknowledgement

The Board places on record its deep sense of appreciation for the committed services by all the employees of the Company. The Board would also like to express its sincere appreciation for the assistance and co-operation received from financial institutions, banks, government and regulatory authorities, customers, vendors and members during the year under review.

For and on behalf of the Board of Directors

Sd/-
Akhilesh Prasad
Chairman
DIN: 01757265

Date: April 17, 2026
Place: Bengaluru

Purple Panda Fashions Limited

Financial Statements
2025-26

INDEPENDENT AUDITORS' REPORT

To The Members of Purple Panda Fashions Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Purple Panda Fashions Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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

Basis for Opinion

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

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

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Board of Directors report, but does not include the financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making 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 and Board of Directors are 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 the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor’s Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- 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.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls 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.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, 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 including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer Note 26 to the Financial Statements.

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 that, to the best of its knowledge and belief, as disclosed in the notes to the financial statements, no funds 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, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the financial statements, 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 performed 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 final dividend for the year.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems.

Further, during the course of our audit, we did not come across any instances of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No.117366W/W100018)

Vishal L. Parekh
Partner
Membership No. 113918
UDIN: 26113918XHVLMA8091

Mumbai, dated: April 17, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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 Panda Fashions Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities Responsibility for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the 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 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No.117366W/W100018)

Vishal L. Parekh
Partner
Membership No. 113918
UDIN: 26113918XHVLMA8091

Mumbai, dated: April 17, 2026

ANNEXURE B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company, and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we state that -

(i)(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, Intangible Asset Under Development and relevant details of Right-of-Use Asset.

(B) The Company has maintained proper records showing full particulars of Intangible assets.

(i)(b) The Property, Plant and Equipment and Right-of-Use Assets were physically verified during the year by the Management which, in our opinion, provides for physical verification at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(i)(c) The Company does not have any immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company), and hence reporting under clause 3(i)(c) of the Order is not applicable.

(i)(d) The Company has not revalued any of its Property, Plant and Equipment (including Right of use assets) and intangible assets during the year.

(i)(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder and hence reporting under clause 3(i)(e) of the Order is not applicable.

(ii)(a) The inventories, except for stocks held with third parties, were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanation given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories/ alternate procedures performed as applicable, when compared with the books of account.

(ii)(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) The Company has not made any investments in, provided any guarantee or security and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.

(iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under section 185 and 186 of the Companies Act, 2013 and hence reporting under clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposit during the year nor has any unclaimed deposits within the meaning of Sections 73 to 76 or any other relevant provisions of the Act. Hence reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) Having regard to the nature of the Company's business/ activities, reporting under Clause 3(vi) of the Order is not applicable.

(vii)(a) In respect of statutory dues:

Undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Customs, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Custom, cess and other material statutory dues in arrears as at March 31, 2026 for more than six months from the date they became payable.

(vii)(b) There are no cases of non-deposit with the appropriate authorities of disputed dues of Goods and Services Tax and Customs Duty. Details of dues of Income Tax which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of statue	**Nature of dues**	**Forum where Dispute is pending**	**Period to which the amount relates**	**Amount (in Rs.)**
Income Tax Act, 1961	Income Tax	Commissioner of Income Tax (Apppeals)	F Y 2017-18	977,471

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix)(a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.

(ix)(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(ix)(c) The Company has not taken any term loan during the year hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(ix)(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, *prima facie*, not been used during the year for long-term purposes by the Company.

(ix)(e) The Company did not have subsidiary or Joint Venture or associates and hence, reporting under clause 3(ix)(e) is not applicable.

(ix)(f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x)(a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(x)(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi)(a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(xi)(b) To the best of our knowledge, no report under sub-section (12) of Section 143 of the 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.

(xi)(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) The Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

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

(xiv)(b) We have considered, the internal audit reports issued during the year and till the date of audit report covering the period upto December 31, 2025.

(xv) During the year the Company has not entered into any non-cash transactions with any of its directors, or directors of its holding company, subsidiary company or persons connected with such directors and hence provisions of Section 192 of the Act are not applicable to the Company.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and hence reporting under clauses 3(xvi)(a), (b), and (c) of the Order is not applicable.

(d) As represented to us by the Management, the Group has more than one Core Investment Company (CIC) as part of the group contained in the Reserve Bank of India (Core Investment Companies) Directions, 2025. There are two CIC forming part of the group.

(xvii) The Company has incurred cash losses amounting to Rs. 40.87 crores during the financial year covered by our audit and Rs. 52.14 crores in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) 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 our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company is not required to spend any amount towards Corporate Social Responsibility (CSR). Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Registration No. 117366W/W100018)

Vishal L. Parekh
Partner
Membership No. 113918
UDIN: 26113918XHVLMA8091

Mumbai, dated: April 17, 2026

Purple Panda Fashions Limited
Balance Sheet as at 31st March, 2026

₹ in crore

	Notes	As at 31st March, 2026	As at 31st March, 2025
Assets			
Non-Current Assets			
Property, Plant and Equipment	1	35.54	46.80
Other Intangible Assets	1	32.81	20.28
Intangible Assets Under Development	1	0.50	10.11
Financial Assets			
Other Financial Assets	2	1.83	1.85
Deferred Tax Assets (Net)	3	-	-
Other Non- Current Assets	4	6.54	6.86
Total Non-Current Assets		**77.22**	**85.90**
Current Assets			
Inventories	5	35.43	61.06
Financial Assets			
Trade Receivables	6	33.80	22.14
Cash and Cash Equivalents	7	2.18	9.13
Other Financial Assets	8	2.56	9.21
Other Current Assets	9	82.15	71.73
Total Current Assets		**156.12**	**173.27**
Total Assets		**233.34**	**259.17**
Equity and Liabilities			
Equity			
Equity Share Capital	10	0.25	0.25
Other Equity	11	134.86	109.69
Total Equity		**135.11**	**109.94**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Lease Liabilities		27.73	37.76
Provisions	12	4.57	2.94
Total Non-Current Liabilities		**32.30**	**40.70**
Current Liabilities			
Financial Liabilities			
Lease Liabilities		5.31	5.12
Trade Payables	13		
Micro and Small Enterprises		0.84	0.40
Other than Micro and Small Enterprises		50.99	82.27
Other Financial Liabilities	14	3.01	1.96
Other Current Liabilities	15	4.95	17.27
Provisions	16	0.83	1.51
Total Current Liabilities		**65.93**	**108.53**
Total Liabilities		**98.23**	**149.23**
Total Equity and Liabilities		**233.34**	**259.17**
Material Accounting Policies	B		
See accompanying notes to the financial statements	1 to 34		

Purple Panda Fashions Limited

As per our Report of even date

Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Vishal L. Parekh
Partner
M No.: 113918

Date: 17th April, 2026
Place: Mumbai

For and on behalf of the Board

Akhilesh Prasad
Director
DIN: 01757265

Neha
Whole Time Director
DIN: 06380757

Shiv Kumar Bhardwaj
Director
DIN: 00001584

Krishnan Sudarshan
Director
DIN: 01029826

Yashank Taneja
Company Secretary

Purple Panda Fashions Limited
Statement of Profit and Loss for the year ended 31st March, 2026

₹ in crore

	Notes	2025-26	2024-25
Income			
Value of Sales		288.48	238.99
Income from Services		0.36	10.94
Value of Sales & Services (Revenue)		288.84	249.93
Less: GST Recovered		14.81	15.20
Revenue from Operations	**17**	**274.03**	**234.73**
Other Income	**18**	2.57	3.83
Total Income		**276.60**	**238.56**
Expenses			
Cost of Materials Consumed	**19**	133.87	121.19
Changes in Inventories of Finished Goods	**20**	24.93	8.06
Employee Benefits Expense	**21**	29.69	30.68
Finance Costs	**22**	3.25	4.36
Depreciation and Amortisation Expenses	**1**	12.71	12.04
Other Expenses	**23**	120.85	120.73
Total Expenses		**325.30**	**297.06**
(Loss) Before Tax		**(48.70)**	**(58.50)**
Tax Expenses:			
Current Tax	**24**	**-**	-
Deferred Tax	**24**	**-**	-
(Loss) for the year		**(48.70)**	**(58.50)**
Other Comprehensive Income (OCI)			
(i) Items that will not be reclassified to Profit or Loss	**18.1**	**0.47**	**0.23**
Remeasurement of net defined benefit liability			
Total Other Comprehensive Income for the year		**0.47**	**0.23**
Total Comprehensive (Loss) for the year		**(48.23)**	**(58.27)**
Earnings per Equity share of face value of ₹10/- each			
A. Basic EPS	**25**	**(1,913.48)**	**(2,298.53)**
B. Diluted EPS		**(1,913.48)**	**(2,298.53)**
Material Accounting Policies	**B**		
See accompanying notes to the financial statements	**1 to 35**		

As per our Report of even date

For and on behalf of the Board

Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Vishal L. Parekh
Partner
M No.: 113918

Date: 17th April, 2026
Place: Mumbai

Akhilesh Prasad
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Krishnan Sudarshan
Director
DIN: 01029826

Yashank Taneja
Company Secretary

Purple Panda Fashions Limited
Statement of Changes in Equity for the year ended 31st March, 2026

A. Equity Share Capital **₹ in crore**

Particulars	No. of Shares	Amount
Balance as at April 01, 2024	**2,54,510**	**0.25**
Changes during the year	-	-
Balance as at March 31, 2025	**2,54,510**	**0.25**
Changes during the year	-	-
Balance as at March 31, 2026	**2,54,510**	**0.25**

B. Other Equity **₹ in crore**

Particulars	Zero Coupon Optionally Fully Convertible Debentures	Reserve and Surplus		Items of Other Comprehensive Income	Total
		Securities Premium	Retained Earnings		
Balance as at April 01, 2024	**363.68**	**95.83**	**(237.77)**	**(0.10)**	**221.64**
Total Comprehensive Loss	-	-	(58.50)	0.23	(58.27)
Deletions during the year	(53.68)	-	-	-	(53.68)
Balance as at March 31, 2025	**310.00**	**95.83**	**(296.27)**	**0.13**	**109.69**
Total Comprehensive Loss	-	-	(48.70)	0.47	(48.23)
Additions during the year	73.40	-	-	-	73.40
Balance as at March 31, 2026	**383.40**	**95.83**	**(344.97)**	**0.60**	**134.86**

Purple Panda Fashions Limited

In terms of our report attached

Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Vishal L. Parekh
Partner
M No.: 113918

Date: 17th April, 2026
Place: Mumbai

For and on behalf of the Board

Akhilesh Prasad
Director
DIN: 01757265

Neha
Whole Time Director
DIN: 06380757

Shiv Kumar Bhardwaj
Director
DIN: 00001584

Krishnan Sudarshan
Director
DIN: 01029826

Yashank Taneja
Company Secretary

Purple Panda Fashions Limited
Statement of Cash Flow for the year ended 31st March, 2026

₹ in crore

		2025-26	2024-25
A:	**Cash Flow From Operating Activities**		
	Net (Loss) before Tax as per Statement of Profit and Loss	**(48.70)**	(58.50)
	Adjusted for:		
	Depreciation and amortization expense	**12.71**	12.04
	Finance Costs	**3.25**	4.36
	Bad Debts Written off	**0.37**	0.70
	Lease Liabilities no longer required written back	**(0.91)**	(2.10)
	Gain on sale of investment in mutual fund	**(0.01)**	(0.20)
	Loss On Sale/ Discarding Of Assets	**0.52**	2.39
	Deposits written off	**-**	0.51
	Reversal for doubtful deposits	**-**	(0.51)
	(Reversal) / Provision for doubtful debts	**(0.30)**	(0.51)
	Subtotal	**15.63**	16.68
	Operating (Loss) before Working Capital Changes	**(33.07)**	(41.82)
	Adjusted for:		
	(Increase)/ Decrease in Trade Receivables	**(11.73)**	65.93
	Decrease in Inventories	**25.63**	9.53
	(Increase) in Other Non Current Assets	**(0.00)**	(0.01)
	Decrease in Other Non Current Financial Assets	**0.01**	0.71
	Decrease / (Increase) in Other Current Financials Assets	**6.65**	(7.29)
	(Increase) in Other Current Assets	**(10.42)**	(11.96)
	(Decrease) / Increase in Trade Payable	**(30.84)**	40.74
	Increase in Other Financial Liabilities	**1.05**	1.05
	Increase in provisions	**1.43**	0.97
	(Decrease) / Increase in Other Current Liabilities	**(12.32)**	11.61
	Cash (Used in) / Generated from Operations	(63.61)	69.46
	Tax Refund Received (net)	**0.32**	3.31
	Net Cash (Used in) / Generated from Operating Activities	**(63.29)**	72.77
B:	**Cash Flow From Investing Activities**		
	Purchase of Property, Plant and Equipment and Other Intangible Assets	**(9.10)**	(12.16)
	Proceeds from disposal of Property, Plant and Equipment	**0.16**	1.87
	Movement in Investment in Mutual Fund	**-**	8.85
	Income from Investment in Mutual Fund	**0.01**	0.20
	Net Cash Flow (used in) Investing Activities	**(8.93)**	(1.24)
C:	**Cash Flow From Financing Activities**		
	Proceeds / (Repayment) from Issue of Zero Coupon Optionally Fully Convertible Debentures	**73.40**	(53.68)
	Lease liabilities paid	**(4.88)**	(5.67)
	Interest Paid	**(3.25)**	(4.36)
	Net Cash Flow generated from / (used in) Financing Activities	**65.27**	(63.71)
	Net (Decrease) / Increase in Cash and Cash Equivalents	**(6.95)**	7.82
	Opening Balance of Cash and Cash Equivalents	**9.13**	1.31
	Closing Balance of Cash and Cash Equivalents (refer note 7)	**2.18**	9.13

As per our Report of even date

Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Vishal L. Parekh
Partner
M No.: 113918

Date: 17th April, 2026
Place: Mumbai

For and on behalf of the Board

Akhilesh Prasad
Director
DIN: 01757265

Neha
Whole Time Director
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Shiv Kumar Bhardwaj
Director
DIN: 00001584

Krishnan Sudarshan
Director
DIN: 01029826

Yashank Taneja
Company Secretary

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

A. CORPORATE INFORMATION

Purple Panda Fashions Limited is a Public Company ("the Company") having CIN **U52100DL2012PLC237371** with register office situated at **109 B – Plot No.18, Rajendra Jaina Tower Wazirpur Commercial Complex, WPIA, West Delhi, New Delhi, Delhi, India, 110052** was incorporated on June 12, 2012. The Company is engaged in the business of manufacturing and selling of apparels & personal care products. The Company is a subsidiary of Reliance Retail Ventures Limited with effect from April 14, 2023 and its ultimate holding company is Reliance Industries Limited

These financial statements were approved and adopted by board of directors of the Company in their meeting held on April 17, 2026

B. MATERIAL ACCOUNTING POLICIES

B.1 BASIS OF PRESENTATION AND PRESENTATION

i. Compliance with IndAS

The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

ii. Historical cost convention

The Financial Statements have been prepared on a historical cost basis, except for the certain financial assets and liabilities that are measured at fair value at the end of each reporting period.

The Company's financial statements are presented in Indian Rupees (₹), which is also its functional currency and all values are rounded to the nearest crore (` 00,00,000) upto decimal places except when otherwise stated.

B.2 SUMMARY OF MATERIAL ACCOUNTING POLICIES

i. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:
- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.
A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

All other liabilities are classified as non current.

Deferred tax assets and deferred tax liabilities are classified as non- current assets and liabilities.

ii. Property, plant and equipment

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Leasehold improvements are amortized over the lower of estimated useful life or lease period.

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

Gains or losses arising from derecognition of a property, plant and equipment 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.

iii. Leases

The Company, as a lessee, recognizes a right of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

iv. Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortization/depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount 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 entity and the cost can be measured reliably.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Intangible Assets Under Development.

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 recognised in the Statement of Profit and Loss when the asset is derecognized.

A summary of amortization policies applied to the Company's intangible assets to the extent of depreciable amount is, as follows:

Particular	Depreciation
Computer Software	Over a period of 6 years

v. Cash and Cash Equivalent

Cash comprises cash on hand, cash at Bank, short term deposits and short term highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

vi. Inventories

a) Inventories of raw material, work in progress, accessories & consumables are valued at cost (weighted average method) or at estimated net realizable value whichever is lower. WIP cost includes appropriate portion of allocable overheads. Raw materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

b) Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

vii. Impairment of non- financial assets- property, plant and equipment and intangible assets

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognized in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

viii. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

ix. Employee Benefit Expenses

a) Short term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

b) Other long-term employee benefit obligations

Other long-term employee benefits include earned leaves and sick leaves. The liabilities for earned leaves and sick leaves are not expected to be settled wholly within operating cycle i.e. twelve months after the end of the period in which the employees render the related service. They are therefore measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss. The obligations are presented as provisions in the standalone balance sheet.

c) Post – Employment Benefits

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is determined by actuarial valuation as on the balance sheet date, using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:
(i) The date of the plan amendment or curtailment, and
(ii) The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.
The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

(i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
(ii) Net interest expense or income

- **Provident Fund Plan**

  The Company makes monthly contributions at prescribed rates towards Employees' Provident Fund administered and managed by the Government of India.

- **Employee State Insurance**

  The Company makes prescribed monthly contributions towards Employees' State Insurance Scheme.

x. Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

a. Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

b. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

xi. Foreign currency translation and translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets. Additionally, exchange gains or losses on foreign currency borrowings taken prior to April 1, 2016 which are related to the acquisition or construction of qualifying assets are adjusted in the carrying cost of such asset.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item(i.e., translation differences on items whose fair value gain or loss is recognized in OCI or Statement of Profit and Loss are also recognized in OCI or Statement of Profit and Loss, respectively).

xii. Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangement, because it typically controls the goods or services before transferring them to the customer.

Generally, control is transfer upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

In case of discounts, rebates, credits, price incentives or similar terms, consideration are determined based on its most likely amount, which is assessed at each reporting period.

Contract balances

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Interest income
Interest income from a financial asset is recognised using effective interest rate method.

Dividends
Revenue is recognised when the Company's right to receive the payment has been established.

xiii. Financial Instruments

i. Financial Assets

A. Initial recognition and measurement

All Financial Assets are initially recognized at fair value. However, trade receivable that do not contain significant financing component are recognized at transaction price. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value Through Profit and Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognized using trade date accounting.

B. Subsequent measurement

a) Financial assets carried at amortised cost (AC)

All financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

b) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on a specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

C. Other Equity Investments

Other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in ‘Other Comprehensive Income’. However, dividend on such equity investments are recognized in Statement of Profit and loss when the Company’s right to receive payment is established.

D. Impairment of Financial Assets

In accordance with Ind AS 109, the Company uses ‘Expected Credit Loss’ (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies ‘simplified approach’ which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

ii. Financial Liabilities

A. Initial recognition and measurement

All financial liabilities are initially recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

iii. Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

iv. Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

xiv. Earnings per share

Basic earnings per share is calculated by dividing the net profit / (Loss) after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period unless issued at a later date.

xv. Contingent Liabilities

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

Purple Panda Fashions Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

C. New and revised Ind AS that have been issued but are not yet effective:

Amendments to IndAS 1 Presentation of Financials Statements:

Where a covenant breach exists on or before the reporting date and as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender susbsequently (ie., after the reporting date but before approval of the financial statements) agrees not to demand payment.

Application of the above standard is not expected to have any significant impact on the company's financial statements

Purple Panda Fashions Limited
(Formerly known as Purple Panda Fashions Private Limited)
Notes to the Financial Statements for the year ended 31st March, 2026

1 Property, Plant and Equipment, Intangible Assets and Intangible Assets under Development

₹ in crore

Description	Gross block				Depreciation/ amortisation				Net block	
	As at 1st April, 2025	Additions/ Adjustments	Deductions/ Adjustments	As at 31st March, 2026	As at 1st April, 2025	For the year	Deductions/ Adjustments	As at 31st March, 2026	As at 31st March, 2026	As at 31st March, 2025
Property, Plant and Equipment										
Own Assets:										
Plant and Machinery	0.03	-	-	**0.03**	0.01	0.00	-	**0.01**	**0.02**	0.02
Electrical Installations	2.90	1.08	0.99	**2.99**	2.00	0.72	0.88	**1.84**	**1.15**	0.90
Equipment	1.29	0.02	0.15	**1.16**	0.56	0.22	0.12	**0.66**	**0.50**	0.73
Furniture and Fixtures	6.80	0.33	0.65	**6.48**	1.90	0.62	0.28	**2.24**	**4.24**	4.90
Leasehold Improvements	4.13	-	0.25	**3.88**	1.07	0.40	0.07	**1.40**	**2.48**	3.06
Sub-Total	**15.15**	**1.43**	**2.04**	**14.54**	**5.54**	**1.96**	**1.35**	**6.15**	**8.39**	**9.61**
Right-of-Use Assets										
Premises	54.70	-	7.24	**47.46**	17.51	6.00	3.20	**20.31**	**27.15**	37.19
Sub-Total	**54.70**	**-**	**7.24**	**47.46**	**17.51**	**6.00**	**3.20**	**20.31**	**27.15**	**37.19**
Total (A)	**69.85**	**1.43**	**9.28**	**62.00**	**23.05**	**7.96**	**4.55**	**26.46**	**35.54**	**46.80**
Other Intangible Assets										
Softwares	22.77	17.29	0.02	**40.04**	2.49	4.75	0.01	**7.23**	**32.81**	20.28
Total (B)	**22.77**	**17.29**	**0.02**	**40.04**	**2.49**	**4.75**	**0.01**	**7.23**	**32.81**	**20.28**
Total (A+B)	**92.62**	**18.72**	**9.30**	**102.04**	**25.54**	**12.71**	**4.56**	**33.69**	**68.35**	**67.08**
Previous Year	**104.57**	**14.64**	**26.59**	**92.62**	**24.26**	**12.04**	**10.76**	**25.54**	**67.08**	**80.31**
Intangible Assets Under Development (IAUD)									**0.50**	**10.11**

1.1 IAUD Includes:

IAUD As at March 31, 2026 ₹ in crore

Particulars	**<1 Year**	**1-2 Years**	**2-3 Years**	**>3 Years**	**Total**
Intangible Assets Under Development					
Software	0.50	-	-	-	0.50
Total	**0.50**	**-**	**-**	**-**	**0.50**

IAUD As at March 31, 2025 ₹ in crore

Particulars	**<1 Year**	**1-2 Years**	**2-3 Years**	**>3 Years**	**Total**
Intangible Assets Under Development					
Software	10.11	-	-	-	10.11
Total	**10.11**	**-**	**-**	**-**	**10.11**

₹ in crore

	As at 31st March, 2026	As at 31st March 2025
2 Others Financial Assets - Non Current (Unsecured and Considered Good)		
Deposits	1.83	1.85
Total	**1.83**	**1.85**

₹ in crore

3 Deferred Tax	As at 31st March, 2026	As at 31st March 2025
Deferred Tax Assets (Net)	-	-
Deferred Tax Liabilities (Net)	-	-
Net Deferred Tax Liabilities	-	-

₹ in crore

Component of Deferred tax Assets /(Liabilities)	As at 31st March, 2026	As at 31st March 2025
Deferred tax asset (Net) in relation to:		
Property, Plant & Equipments	(0.57)	0.01
ROU and Lease Liability	0.55	0.45
Provision for doubtful debts	0.02	0.08
Provision for gratuity	0.92	0.67
Provision for leave encashment	0.44	0.35
Provision for Sales Return	1.53	0.50
Unabsorbed Depreciation and business loss	56.12	38.11
Total	**59.01**	**40.17**
Net Deferred Tax Assets	**59.01**	**40.17**

In view of carried forward losses and absence of reasonable certainity of realisation, deferred tax assets have not been recognised.

₹ in crore

4	**Other Non- Current Assets (Unsecured and Considered Good)**	**As at 31st March, 2026**	As at 31st March, 2025
	Capital Advances	0.01	0.01
	Advance Income Tax (Net of Provision)	6.53	6.85
	Total	**6.54**	**6.86**

₹ in crore

4.1	**Advance Income Tax (Net of Provision)**	**As at 31st March, 2026**	As at 31st March, 2025
	At start of year	6.85	10.16
	(Refund received) during the year	(0.32)	(3.31)
	At end of year	**6.53**	**6.85**

₹ in crore

5	**Inventories** *(Valued at lower of cost and net realisable value)*	**As at 31st March, 2026**	As at 31st March, 2025
	Raw Materials	-	0.70
	Finished Goods	35.43	60.36
	Total*	**35.43**	**61.06**

*Include charge of Rs. 9.38/- crore (previous year: Rs. 0.79/- crore) to write down inventory to its net realisable value.

₹ in crore

6 Trade Receivables*	As at 31st March, 2026	As at 31st March, 2025
- Related parties	11.27	0.03
- Others	22.53	22.11
Total	**33.80**	**22.14**

*Net of provision aggregating to Rs. 0.08 cr (as at 31st March 2025, for Rs. 0.38cr)

6.1 Trade Receivables ageing

₹ in crore

Particulars	Outstanding for following periods from due date of payment*						
	Not Due	< 6 Months	6 months - 1 year	1-2 years	2-3 years	>3 years	Total
As at 31st March, 2026							
(i) Undisputed Trade receivables considered good*	18.98	12.47	2.35	-	-	-	**33.80**
(ii) Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables credit impaired	-	-	-	-	-	-	-
Total	**18.98**	**12.47**	**2.35**	**-**	**-**	**-**	**33.80**

*Amount are net of provision

Particulars	Outstanding for following periods from due date of payment *						
	Not Due	< 6 Months	6 months - 1 year	1-2 years	2-3 years	>3 years	Total
As at 31st March, 2025							
(i) Undisputed Trade receivables considered good*	12.29	8.96	0.89	-	-	-	22.14
(ii) Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables credit impaired	-	-	-	-	-	-	-
Total	**12.29**	**8.96**	**0.89**	**-**	**-**	**-**	**22.14**

*Amount are net of provision

₹ in crore

7	Cash and Cash Equivalents	As at 31st March, 2026	As at 31st March, 2025
	Cash on Hand	0.01	0.01
	Balances with banks[(i)]	2.17	9.12
	Cash and Cash Equivalent as per Balance Sheet	**2.18**	**9.13**
	Cash and Cash Equivalent as per Cash Flow Statement	**2.18**	**9.13**

[(i)]Includes deposits ₹ 0.01 crore (previous year ₹ 0.01 crore) with maturity period of more than 3 months.

₹ in crore

8	Other Financial Assets – Current (Unsecured and Considered Good)	As at 31st March, 2026	As at 31st March, 2025
	Unbilled Receivable	2.56	**9.21**
	Total	**2.56**	9.21

₹ in crore

9	Other Current Assets (Unsecured and Considered Good)	As at 31st March, 2026	As at 31st March, 2025
	Balance with Customs, Central Excise, GST and State Authorities	79.32	69.00
	Others [(i)]	2.83	2.73
	Total	**82.15**	**71.73**

[(i)] Includes advances to vendors, employees and prepaid expenses

₹ in crore

10	**Equity Share Capital**	**As at 31st March, 2026**	As at 31st March, 2025
	Authorised:		
	(10,00,000 Equity Shares of ₹ 10 each,)	1.00	1.00
	(2,35,000 Preference Shares of ₹ 100/- each,)	2.35	2.35
	(15,000 Series A1 Subscription Preference Shares of ₹ 100/- each,)	0.15	0.15
	(7,000 Series B1 Subscription Preference Shares of ₹ 100/- each,)	0.07	0.07
	(30,500 Series B Subscription Preference Shares of ₹ 100/- each,)	0.31	0.31
	(7,500 Series B2 Subscription Preference Shares of ₹ 100/- each,)	0.07	0.07
	(20,000 Series B3 Subscription Preference Shares of ₹ 100/- each)	0.20	0.20
	Total	**4.15**	**4.15**
	Issued, Subscribed and Fully Paid-Up:		
	254,510 Equity Shares of ₹ 10 each (Previous Year 254,510 Equity Shares of ₹ 10 each)	0.25	0.25
	Total	**0.25**	**0.25**

10.1 Out of the above, 2,31,745 (Previous Year 2,31,745) equity shares of ₹ 10/- each fully paid-up are held by Reliance Retail Ventures Limited, the Holding Company along with its nominee(s).

10.2 **The details of Shareholders holding more than 5% shares :**

Name of the Shareholder	**As at 31st March, 2026 No. of Shares**	**% held**	As at 31st March, 2025 No. of Shares	% held
Reliance Retail Ventures Limited	**2,31,745**	**91.06%**	2,31,745	91.06%

10.3 **Shareholding of Promoter**

As at 31st March, 2026

Sr no	**Class of Equity share**	**Promoter's name**	**No. of shares at the beginning of the year**	**change during the year**	**No. of shares at the end of the year**	**% of total shares**	**% of change during the year**
1	Fully paid-up equity shares of ₹10 each	Reliance Retail Ventures Limited	2,31,745	-	2,31,745	91.06%	-
	Total		**2,31,745**	**-**	**2,31,745**		

As at 31st March, 2025

Sr no	**Class of Equity share**	**Promoter's name**	**No. of shares at the beginning of the year**	**change during the year**	**No. of shares at the end of the year**	**% of total shares**	**% change during the year**
1	Fully paid-up equity shares of ₹10 each	Reliance Retail Ventures Limited	2,31,745	-	2,31,745	91.06%	-
	Total		**2,31,745**	**-**	**2,31,745**		

10.4 **The Reconciliation of the number of shares outstanding is set out below :**

Particulars	**As at 31st March, 2026 No. of shares**	As at 31st March, 2025 No. of shares
Equity Shares outstanding at the beginning of the year	**2,54,510**	2,54,510
Add: Equity Shares issued during the year	**-**	-
Equity Shares outstanding at the end of the year	**2,54,510**	2,54,510

10.5 **Rights, preferences and restrictions attached to Equity Shares:**
The Company has only one class of equity shares having face value of ₹ 10/- each. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Company.

			₹ in crore
11	**Other Equity**	**As at 31st March, 2026**	As at 31st March, 2025
	Instruments Classified as Equity*		
	As per last Balance Sheet	**310.00**	363.68
	Add: During the year	**-**	-
	Less: Redeemed during the year	**73.40**	**(53.68)**
		383.40	**310.00**

* Zero Coupon Optionally Fully Convertible Debentures (OFCD) (3,83,40,000 Debentures of Rs. 100 each), (Previous year 3,10,00,000 Debentures of Rs. 100 each) (Refer Note 11.1)

Securities Premium		
As per last Balance Sheet	**95.83**	**95.83**
	95.83	**95.83**
Retained Earnings		
As per last Balance Sheet	**(296.27)**	**(237.77)**
Add: (Loss) for the year	(48.70)	(58.50)
	(344.97)	**(296.27)**
Other Comprehensive Income		
As per last Balance Sheet	**0.13**	**(0.10)**
Add: Movement in OCI (Net) during the year	0.47	0.23
	0.60	**0.13**
Total	**134.86**	**109.69**

11.1 Terms/Rights attached to Debentures

a. Each OFCD shall have a face value of ₹100 (Rupees Hundred) and will be issued for cash, at par.

b. OFCD shall not carry interest.

c. The tenure of each OFCD shall be 10 (ten) years from the date of its allotment.

Both the Company and OFCD holder have an option for early conversion at any time after allotment of the OFCDs by giving 1 (one) month notice, the conversion ratio of the OFCDs shall be the ratio derived out of the higher value per share of the following two methods:

(a) 565 (Five Hundred Sixty Five) OFCDs of face value of Rs. 100 (Rupees Hundred) are convertible into 2 (Two) equity shares of face value of Rs. 10 (Rupees Ten) each. For clarity, the OFCDs issued for INR 364 crores (Indian Rupees three hundred and sixty-four crores) in accordance with the terms hereof shall be convertible into an aggregate of 128,845 (one lakh twenty eight thousand eight hundred forty five) equity shares of face value of Rs. 10 (Rupees Ten) each; and

(b) such number of equity shares of face value of Rs. 10 (Rupees Ten) each, at a fair value determined as per Rule 11UA of Income Tax Rules, 1962, as on the date of issue of OFCD, for every 1 (one) OFCD.

d. The tenure of each OFCD shall be 10 (ten) years from the date of its allotment. If not converted earlier, the Company will redeem the outstanding OFCDs on expiry of 10 (ten) years from the date of allotment.

e. The Company may agree for early redemption of the outstanding OFCD (on any date after expiry of 30 days from the date of allotment of OFCD)

f. The Company has issued 45,00,000 OFCD of Rs. 100/- each dated 22nd October 2025 and 28,40,000 OFCD of Rs. 100/- each dated 31st March 2026.

₹ in crore

12 **Provisions - Non Current**	**As at 31st March, 2026**	As at 31st March, 2025
Provision for Employee Benefits (Refer Note 21.1)[(i)]	4.57	2.94
Total	**4.57**	**2.94**

[(i)] The provision for employee benefit includes gratuity, annual leave and vested long service leave entitlement accrued and compensation claims made by employees.

₹ in crore

13 Trade payables	**As at 31st March, 2026**	As at 31st March, 2025
Trade Payables		
(i) MSME	0.84	0.40
(ii) Others	50.99	82.27
Total	**51.83**	**82.67**

13.1 Disclosure required under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) are as under

Particulars	As At 31st March, 2026	As At 31st March, 2025
Principal amount remaining unpaid to any supplier as at the end of the year	0.84	0.40
Amount of interest due remaining unpaid to any supplier as at the end of the year.	-	-
Amount of interest paid under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	-	-
Amount of interest due and payable for the period of delay in making payment (where the principal has been paid but interest under the MSMED Act, 2006 not paid).	-	-
Amount of interest accrued and remaining unpaid at the end of year.	-	-
Amount of further interest remaining due and payable even in the succeeding year.	-	-

13.2 Trade Payables Ageing

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	> 3 years	
As at 31st March, 2026:						
(i) MSME	**0.84**	**-**	**-**	**-**	**-**	**0.84**
(ii) Others	**34.52**	**16.25**	**0.22**		**-**	**50.99**
(iii) Disputed Dues -MSME		**-**	**-**	**-**	**-**	**-**
(iv) Disputed Dues-Others		**-**	**-**	**-**	**-**	**-**
Total	**35.36**	**16.25**	**0.22**	**-**	**-**	**51.83**

Trade Payables Ageing

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	> 3 years	
As at 31st March, 2025:						
(i) MSME	0.40	-	-	-	-	0.40
(ii) Others	55.30	25.73	1.24	-	-	82.27
(iii) Disputed Dues -MSME		-	-	-	-	-
(iv) Disputed Dues-Others		-	-	-	-	-
Total	**55.70**	**25.73**	**1.24**	**-**	**-**	**82.67**

Notes to the Financial Statements for the year ended 31st March, 2026

		₹ in crore	
14	**Other Financial Liabilities-Current**	**As at 31st March, 2026**	As at 31st March, 2025
	Creditors for Capital Expenditure	0.04	0.10
	Others[(i)]	2.97	1.86
	Total	**3.01**	**1.96**

[(i)] Includes Security Deposits Received

		₹ in crore	
15	**Other Current Liabilities**	**As at 31st March, 2026**	As at 31st March, 2025
	Income Received in Advance	0.93	12.74
	Other Payables[(i)]	4.02	4.53
	Total	**4.95**	**17.27**

[(i)] Includes statutory dues & Employee related Payable/Salary & Wages Payable

		₹ in crore	
16	**Provisions - Current**	**As at 31st March, 2026**	As at 31st March, 2025
	Provision for Employee Benefits (Refer Note 21.1)[(i)]	0.83	1.51
	Total	**0.83**	**1.51**

[(i)] The provision for employee benefit includes gratuity, annual leave and vested long service leave entitlement accrued and compensation claims made by employees.

Purple Panda Fashions Limited
Notes to the Financial Statements for the year ended 31st March, 2026

₹ in crore

17	**Revenue from Operations**	**2025-26**	2024-25
	Income From Sales of Goods	273.72	225.46
	Income from Services	0.31	9.27
	Total *	**274.03**	**234.73**
	* Net of GST		

₹ in crore

18	**Other Income**	**2025-26**	2024-25
	Interest		
	Bank Deposits	0.00	-
	Others	0.68	0.39
		0.68	0.39
	Gain on Financial Assets		
	Realised Gain	0.01	0.20
		0.01	**0.20**
	Other Non-Operating Income*	1.56	2.67
	Reversal of Provision for Doubtful Debts	0.30	0.51
	Exchange Differences	0.02	0.06
	Total	**2.57**	**3.83**
	* Includes Lease Liability Written Back		

₹ in crore

18.1	**Other Comprehensive Income - Items that will not be reclassified to Profit and loss**	**2025-26**	2024-25
	Remeasurement of Net Defined Benefit Liability	0.47	0.23
	Total	**0.47**	**0.23**

₹ in crore

19	**Cost of Material Consumed**	**2025-26**	2024-25
	Raw Materials and Consumables		
	Raw materials at the beginning of the year	**0.70**	2.17
	Add : Purchases for the year	**133.17**	**119.72**
	Less : Raw materials at the end of the year	**-**	**0.70**
	Total Cost of Material Consumed	**133.87**	**121.19**

₹ in crore

20	**Changes in Inventories of Finished Goods**	**2025-26**	2024-25
	Inventories (at close)		
	Finished Goods	35.43	60.36
	Inventories (at beginning)		
	Finished Goods	60.36	68.42
		60.36	**68.42**
	Total Changes in Inventories of Finished Goods*	**24.93**	**8.06**

*Include charge of Rs. 9.38/- crore (previous year: Rs. 0.79/- crore) to write down inventory to its net realisable value.

₹ in crore

21	**Employee Benefits Expense**	**2025-26**	2024-25
	Salaries and Wages	26.85	28.08
	Contribution to Provident and Other Funds	2.32	1.90
	Staff Welfare Expenses	0.52	0.70
	Total	**29.69**	**30.68**

21.1 As per IndAS 19 “Employee benefits”, the disclosures as defined are given below :

Defined Contribution Plan ₹ in crore

Contribution to defined contribution plan, recognised as expenses for the year is as under:

Particulars	**2025-26**	**2024-25**
Employer’s Contribution to Provident Fund and other funds	1.13	1.18

Defined Benefit Plans

I. Reconciliation of Opening and Closing Balances of Defined Benefit Obligation ₹ in crore

	Gratuity (unfunded)	
Particulars	**2025-26**	**2024-25**
Defined Benefit Obligation at beginning of the year	3.02	2.64
Current Service Cost	0.46	0.53
Past Service Cost	0.50	-
Interest Cost	0.23	0.19
Actuarial (Gain)/ Loss	(0.47)	(0.23)
Benefits Paid	(0.08)	(0.10)
Transfer In/(Out)		-
Defined Benefit Obligation at year end	**3.67**	**3.02**

II. Reconciliation of Fair Value of Assets and Obligations ₹ in crore

	Gratuity (unfunded)	
Particulars	**2025-26**	**2024-25**
Present Value of Obligation	3.67	3.02
Amount recognised in Balance Sheet (Deficit)	(3.67)	(3.02)

III. Expenses recognised during the year ₹ in crore

	Gratuity (unfunded)	
Particulars	**2025-26**	**2024-25**
In Income Statement		
Current Service Cost	**0.46**	**0.53**
Past Service Cost	**0.50**	**-**
Interest Cost	**0.23**	**0.19**
Return on Plan Assets	**-**	-
Net Cost	**1.19**	**0.72**
In Other Comprehensive income		
Actuarial (Gain)/ Loss	**(0.47)**	**(0.23)**
Return on Plan Assets	**-**	-
Net (Income)/ Expense for the year Recognised in OCI	**(0.47)**	(0.23)

IV. Actuarial Assumptions

Particulars	Gratuity (unfunded) 2025-26	Gratuity (unfunded) 2024-25
Mortality Table (IALM)	2012-14 (Ultimate)	2012-14 (Ultimate)
Discount Rate (per annum)	6.91%	6.90%
Expected rate of return on plan assets (per annum)	-	-
Rate of Escalation in Salary (per annum)	6.00%	6.00%
Rate of employee turnover (per annum)	15.00%	34.00%

V. Sensitivity Analysis – Gratuity

₹ in crore

Particulars	2025-26 Decrease	2025-26 Increase	2024-25 Decrease	2024-25 Increase
Discount Rate (- / + 1%) (% change compared to base due to sensitivity)	2.9	(2.7)	1.4	(1.4)
Salary Growth Rate (- / + 1%) (% change compared to base due to sensitivity)	(2.7)	2.8	(1.4)	1.5
Attrition Rate (- / + 50% of attrition rates) (% change compared to base due to sensitivity)	0.0	0.0	0.1	(0.1)
Mortality Rate (- / + 10% of mortality rates) (% change compared to base due to sensitivity)	0.0	0.0	0.0	0.0

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

The expected rate of return on plan assets is determined considering several applicable factors, mainly the composition of Plan assets held, assessed risks, historical results of return on plan assets and the Group's policy for plan assets management.

VI The expected contributions for Defined Benefit Plan for the next financial year will be in line with Financial year 2025-26
These plans typically expose the Group to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Interest risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan`s debt investments.
Longevity risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan`s liability.
Salary risk: The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan`s liability.

VII The Employee Benefit Expense includes 0.50 crore, being impact on account of implementation of the new labour codes

Purple Panda Fashions Limited
Notes to the Financial Statements for the year ended 31st March, 2026

			₹ in crore
22	**Finance Costs**	**2025-26**	2024-25
	Interest expenses	-	0.01
	Interest on lease liabilities	3.25	4.35
	Total	**3.25**	**4.36**

			₹ in crore
23	**Other Expenses**	**2025-26**	2024-25
	Selling and Distribution Expenses		
	Sales Promotion and Advertisement Expenses	47.90	42.96
	Store Running Expenses	10.68	10.02
	Royalty	0.23	-
	Brokerage and Commission	9.66	11.28
	Warehousing and Distribution Expenses	22.27	19.42
		90.74	**83.68**
	Establishment Expenses		
	Stores and Packing Materials	0.00	0.22
	Other Repairs and Maintenance	6.78	8.69
	Rent including Lease Rentals	2.85	5.35
	Insurance	0.94	0.31
	Rates and Taxes	0.05	0.17
	Travelling and Conveyance Expenses	1.36	2.03
	Payment to Auditors (Refer 23.1)	0.29	0.20
	Professional Fees	1.35	0.66
	Loss on Sale/ Discarding of property plant and equipment	0.52	2.39
	Electricity Expenses	1.23	1.51
	Hire Charges	12.09	13.72
	Communication Charges	0.65	0.66
	Bad debts written off	0.37	0.70
	Miscellaneous Expenses	1.63	0.44
		30.11	**37.05**
	Total	**120.85**	**120.73**

			₹ in crore
23.1	**Payment to Auditors as:**	**2025-26**	2024-25
	Statutory Audit And Limited Review Fees*	0.22	0.20
	Tax Audit Fees	0.07	-
		0.29	**0.20**

* Net of GST

23.2 Corporate Social Responsibilities (CSR)

CSR is not applicable as per the provisions of section 135 of the Companies Act 2013.

₹ in crore

24 Taxation	2025-26	2024-25
Income Tax recognised in the Statement of Profit or Loss		
Current Tax	-	-
Deferred Tax	-	-
Total Income Tax Expense	-	-

The Income Tax expenses for the year can be reconciled to the accounting profit as follows:

Particulars	2025-26	2024-25
Profit before Tax	(48.70)	(58.50)
Applicable Tax Rate	25.17%	25.17%
Computed Tax Expense	(12.26)	(14.72)
Tax Effect of :		
Carry forward losses	12.26	14.72
Current Tax Provision (A)	-	-
Incremental Deferred Tax Liability on account of Property Plant and Equipments and Other Intangible Assets	-	-
Incremental Deferred Tax Liability on account of Financial Assets and Other items	-	-
Deferred Tax Provision (B)	-	-
Tax Expenses recognised in Statement of Profit and Loss (A+B)	-	-
Effective Tax Rate	0.00%	0.00%

Purple Panda Fashions Limited
Notes to the Financial Statements for the year ended 31st March, 2026

25	Earnings Per Share (EPS)	2025-26	2024-25
	Face Value per Equity Share (₹)	**10**	10
	Basic / Diluted Earnings per Share (₹) *	**(1913.48)**	**(2298.53)**
	Net Loss as per Profit and Loss Statement attributable to Equity Shareholders (₹ Crore)	**(48.70)**	**(58.50)**
	Weighted average number of equity shares used as denominator for calculating Basic / Diluted EPS	**2,54,510**	**2,54,510**

* Diluted EPS is same as Basic EPS, being antidilutive

26 Commitments and Contingent Liabilities

(I) Contingent Liabilities

During the year ended 31 March 2020, the Company had received an order dated 01 December 2019 under section 144 of the Income-tax Act, 1961, with respect to assessment year 2017-18, wherein income has been assessed by assessing officer amounting to Rs 39,192,300 on which income tax payable is Rs 16,531,035. The Company had filed an appeal dated 31 December 2019 with CIT (Appeals), New Delhi.

During the year ended 31st March 2022, the Company had received an order dated 12th January 2022 under section 270A of the Income Tax Act, 1961, with respect to assessment year 2018-19, wherein penalty has been imposed by the assessing officer amounting to Rs. 9,77,471. The Company has filed an appeal dated 15th February 2022 to Appeal to the Commissioner of Income-tax (Appeals).

During the year ended 31st March 2024, the Company had received rectification order u/s 154, additions made u/s 68 & 69 interest and Penalty of Rs 3,95,62,928 wherein total income tax payable is 5,59,52,739. Appeal against this order u/s 154 is filed on 11-05-2023. Also hearing for original notice u/c 144 of income tax act, 1961 is also scheduled on 14th June 2023 and the Company have also submitted the response on 14-06-2023.

During the year ended 31st March 2025, The CIT (Appeals) has set aside the order passed by AO u/s 144 dated 01st December 2019 and the case is referred back to the file of the AO for passing the assessment order afresh in accordance with law after examining all the relevant material carefully. Further communication from the department awaited..

Further outflow in respect of above matters is determinable only on receipt of judgement/decision pending at various authorities. However, the Company is hopeful of succeeding and as such does not expect any significant liability to crystalise. The probability of outcome is remote hence not recognising contingent liability as on 31st March'2025.

Further during FY 25-26 we have received favourable assessment order of NIL demand dated 11th March 2026 for AY 2017-2028.

27 Capital Management

The Company adheres to a disciplined Capital Management framework, the pillars of which are as follows:

a) Maintain diversity of sources of financing and spreading the maturity across tenure buckets in order to minimise liquidity risk.

b) Manage financial market risks arising from foreign exchange, interest rates and commodity prices, and minimise the impact of market volatility on earnings.

c) Leverage optimally in order to maximise shareholder returns while maintaining strength and flexibility of Balance Sheet. This framework is adjusted based on underlying macroeconomic factors affecting business environment, financial market conditions and interest rates environment.

The Net gearing ratio at the end of the reporting year was as follows: ₹ in crore

	As at 31st March, 2026	**As at 31st March, 2025**
Gross Debt	-	-
Cash and Cash Equivalent (Note 7)	2.18	9.13
Net Debt (A)	**(2.18)**	**(9.13)**
Total Equity (As per Balance Sheet) (B)	**135.11**	**109.94**
Net Gearing (A/B)	**NA**	**NA**

28 Financial Instruments

28.1 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

₹ in crore

Particulars	31st March, 2026	31st March, 2025
	Carrying Values	Carrying Values
A. Financial assets Measured at Amortised Cost		
Trade receivables	33.80	22.14
Cash and Cash Equivalent	2.18	9.13
Other financial assets	4.39	11.06
Total financial assets at amortised cost (A)	**40.37**	**42.33**
B. Financial assets measured at Fair Value through P&L	-	-
Total financial assets at Fair Value through P&L (B)	**-**	**-**
Total Financial Assets (A+B)	**40.37**	**42.33**
A. Financial liabilities Measured at Amortised Cost		
Trade payables	51.83	82.67
Lease Liabilities	33.04	42.88
Other financial liabilities	3.01	1.96
Total Financial liabilities carried at Amortised Cost	**87.88**	**127.51**

Fair Value of assets and liabilities carried at amortised cost approximates its fair value.

Valuation Methodology

All financial instruments are initially recognised and subsequently re-measured at fair value as described below:

a) The fair value of investment in quoted Mutual Funds is measured at quoted price or NAV.

b) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

Fair value measurement hierarchy:

₹ in crore

Particulars	31st March, 2026				As at 31st March, 2025			
	Carrying Amount	Level of input used in			Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised Cost								
Trade Receivables	**33.80**	**-**	**-**	**-**	22.14	-	-	-
Cash and Bank Balances	**2.18**	**-**	**-**	**-**	9.13	-	-	-
Other Financial Assets	**4.39**	**-**	**-**	**-**	11.06	-	-	-
							-	
At FVTPL								
Financial Liabilities								
At Amortised Cost								
Trade Payables	**51.83**	**-**	**-**	**-**	82.67	-	-	-
Lease Liabilities	**33.04**	**-**	**-**	**-**	42.88	-	-	-
Other Financial Liabilities	**3.01**	**-**	**-**	**-**	1.96	-	-	-

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The sensitivity of level 3 investments is not expected to be material

28.2 Foreign Currency Risk

Foreign Currency Risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. Exposures can arise on account of the various assets and liabilities which are denominated in currencies other than Indian Rupee.

The following table shows foreign currency exposures in USD on financial instruments at the end of the reporting period. The exposure to other foreign currencies are not material.

(i) **Foreign Currency Exposure**

₹ in crore

	As at 31st March 2026	As at 31st March 2025
	USD	USD
Trade Payables	-	0.02
Trade Receivables	1.46	0.72
Net Exposure (unhedged)	1.46	0.70

Sensitivity analysis of % change in foreign exchange rate is not likely to be material

28.3 Interest Risk

There is no interest risk as the Company does not have borrowings.

28.4 Credit risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit risk arises from company's activities in investments, dealing in derivatives and receivables from customers. The Company ensure that sales of products are made to customers with appropriate creditworthiness. Investment and other market exposures are managed against counterparty exposure limits. Credit information is regularly shared between businesses and finance function, with a framework in place to quickly identify and respond to cases of credit deterioration.

The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Credit risk across the company is actively managed through Letters of Credit, Bank Guarantees, Parent Group Guarantees, advance payments and factoring & forfaiting without recourse to the company. The Company restricts its fixed income investments in liquid securities carrying high credit rating.

28.5 Liquidity Risk

Liquidity risk arises from the Company's inability to meet its cash flow commitments on the due date. The Company maintains sufficient stock of cash, marketable securities and committed credit facilities. The Company accesses global and local financial markets to meet its liquidity requirements. It uses a range of products to ensure efficient funding from across well-diversified markets. Treasury monitors rolling forecasts of the company's cash flow position and ensures that the company is able to meet its financial obligation at all times including contingencies.

The Company's liquidity is managed centrally with operating units forecasting their cash and liquidity requirements. Treasury pools the cash surpluses and arranges to either fund the net deficit or invest the net surplus in a range of short-dated, secure and liquid instruments including short-term bank deposits and similar instruments. The portfolio of these investments is diversified to avoid concentration risk in any one instrument or counterparty.

28.6

₹ in crore

	Maturity Profile as at 31st March, 2026						
Liquidity Risks*	**Below 3 months**	**3-6 Months**	**6-12 Months**	**1-3 Years**	**3-5 Years**	**Above 5 Years**	**Grand Total**
Borrowings							
Non Current	-	-	-	-	-	-	-
Current	-	-	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Lease Liabilities**	1.94	1.96	3.93	15.42	14.76	2.77	**40.78**

₹ in crore

	Maturity Profile as at 31st March, 2025						
Liquidity Risks*	**Below 3 months**	**3-6 Months**	**6-12 Months**	**1-3 Years**	**3-5 Years**	**Above 5 Years**	**Grand Total**
Borrowings							
Non Current	-	-	-	-	-	-	-
Current	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-
Lease Liabilities**	**2.08**	**2.09**	**4.28**	**17.61**	**17.34**	**11.72**	**55.12**

* Does not include Trade Payable amounting to ₹ 51.83 crore (₹ 82.67 crore Previous Year)
** Undiscounted lease value

Purple Panda Fashions Limited
Notes to the Financial Statements for the year ended 31st March, 2026

29 Related Party Disclosures :

(i) List of related parties with whom transactions have taken place and relationship

Sr. No	Name of the Related Party		Relationship
1	Reliance Industries Limited	}	Ultimate Holding Company
2	Reliance Retail Ventures Limited	}	Holding Company
3	Reliance Retail Limited	}	Fellow Subsidiaries
4	Reliance Projects & PropertyManagement Services Limited	}	Fellow Subsidiaries
5	Reliance Jio Infocomm Limited	}	Fellow Subsidiaries
6	Amante India Limited	}	Fellow Subsidiaries
7	Metro Cash & Carry India Private Limited	}	Fellow Subsidiaries
8	Ms. Neha	}	Key Managerial Personnel (KMP)
9	Mr. Pankaj Vermani	}	Close Member of KMP
10	Ms. Soumya Kant	}	Close Member of KMP
11	Mr. Yashank Taneja (w.e.f 16th July 2024)	}	Key Managerial Personnel

(ii) Transaction during the year with related parties (excluding remibursements) ₹ in crore

Sr. No.	Nature of Transactions	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Key Managerial Personnel	Total
1	OFCD Issued / (Redeemed)		**73.40**	**-**	**-**	**73.40**
			(53.68)	-	-	*(53.68)*
2	Sale of Scrap Materials		**0.14**	**-**	**-**	**0.14**
			-	-	-	-
3	Revenue from Operations		**-**	**40.88**	**-**	**40.88**
			-	*61.50*	-	*61.50*
3	**Expenditure**					
a)	Sales Promotion and Advertisement Expenses		**-**	**0.31**	**-**	**0.31**
			-	*0.18*	-	***0.18***
b)	Commission		**-**	**0.02**	**-**	**0.02**
			-	*0.08*	-	***0.08***
c)	Business Support Services	**0.00**	**3.67**	**1.51**	**-**	**5.18**
		0.00	*1.49*	*1.87*	-	***3.36***
d)	Hire Charges Contracted Services - Stores		**-**	**6.85**	**-**	**6.85**
			-	*8.13*	-	***8.13***
e)	General Expense		**-**	**0.03**	**-**	**0.03**
			-	*0.01*	-	***0.01***
f)	Compensation to Key Managerial Personnel*		**-**	**-**	**4.74**	**4.74**
			-	-	*5.08*	***5.08***
g)	Purchase	-	**-**	**0.17**	**-**	**0.17**
		-	-	*1.69*	-	***1.69***
h)	Purchase of Fixed Assets	-	-	**0.73**	-	**0.73**
		-	-	*0.01*	-	**0.01**
4	**Balance as at 31st March 2026**					
a)	Share Capital	-	**0.23**	**-**	**0.02**	**0.25**
		-	*0.23*	-	*0.02*	***0.25***
b)	Debenture	-	**383.40**	**-**	**-**	**383.40**
		-	*310.00*	-	-	***310.00***
c)	Trade and Other Receivables	-	**-**	**11.27**	**-**	**11.27**
		-	-	*0.03*	-	*0.03*
d)	Trade and Other Payables		**2.73**	**6.64**	**-**	**9.37**
		0.00	*1.72*	*19.99*	-	*21.71*
e)	Loans and Advances Given	-	**-**		**-**	**-**
		-	-	*0.00*	-	0.00
f)	Advance from Customer	-	**-**		**-**	**-**
		-	-	*10.37*	-	**10.37**

*As gratuity and compensated absences are computed for all the employees in aggregate, the amount relating to relatives of KMPs cannot be individually identified.

Figures in *italics* represents previous year's amount.

(iii) Disclosure in respect of major related party transactions during the year:

₹ in crore

Sr No	Particulars	Relationship	2025-26	2024-25
1	**OFCD Issued / (Redeemed)**			
	Reliance Retail Ventures Limited	Holding Company	**73.40**	(53.68)
2	**Revenue from Operations**			
	Metro Cash & Carry India Private Limited	Fellow Subsidiaries	**0.01**	0.04
	Reliance Retail Limited	Fellow Subsidiaries	**40.87**	61.46
3	**Expenditure**			
a)	**Sales Promotion and Advertisement Expenses**			
	Reliance Retail Limited	Fellow Subsidiaries	**0.31**	0.04
	Amante India Limited	Fellow Subsidiaries	**-**	0.14
b)	**Commission**			
	Reliance Retail Limited	Fellow Subsidiaries	**0.02**	0.08
c)	**Purchase**			
	Reliance Retail Limited	Fellow Subsidiaries	**0.06**	1.15
	Amante India Limited	Fellow Subsidiaries	**0.11**	0.54
d)	**Business Support Services**			
	Reliance Projects & Property Management Services Limited	Fellow Subsidiaries	**1.51**	1.87
	Reliance Industries Limited	Ultimate Holding Company	**0.00**	0.00
	Reliance Retail Ventures Limited	Holding Company	**3.67**	1.49
e)	**Hire Charges Contracted Services - Stores**			
	Reliance Projects & Property Management Services Limited	Fellow Subsidiaries	**6.85**	8.13
f)	**General Expense**			
	Reliance Retail Limited	Fellow Subsidiaries	**-**	-
	Reliance Jio Infocomm Limited	Fellow Subsidiaries	**0.03**	0.01
g)	**Purchase of Fixed Assets**			
	Reliance Projects & Property Management Services Limited	Fellow Subsidiaries	**0.73**	0.01
h)	**Compensation to Key Managerial Personnel***			
	Pankaj Vermani	Close Member of KMP	**2.02**	1.61
	Neha	KMP	**1.44**	1.28
	Soumya Kant	Close Member of KMP	**1.18**	2.11
	Yashank Taneja*	KMP	**0.10**	0.08

* The above entities includes related parties where relationship existed for part of the year / previous year

Purple Panda Fashions Limited
Notes to the Financial Statements for the year ended 31st March, 2026

30 Analytical Ratios

Ratio	Basis	As at March 31, 2026	As at March 31, 2025	Variance	Remarks for variation in ratios by more than 25%
Current Ratio	Current Assets / Current Liabilities	2.37	1.60	48%	Due to decrease in trade payables
Debt – Equity Ratio	Total Debt / Shareholder's Equity	-	-	NA	No borrowing, hence Not Applicable
Debt Service Coverage Ratio	Earnings Available for Debt Service / Debt Service	-	-	NA	No borrowing, hence Not Applicable
Return on Equity (ROE)	[Net Profits after taxes – Preference Dividend (if any)] / Average Shareholder's Equity	(0.40)	(0.35)	13%	Not Applicable
Inventory Turnover Ratio	Sales / Average Inventory	5.71	3.42	67%	Due to increase in Sales and decrease in Inventory
Trade Receivables Turnover Ratio	Net Credit Sales / Avg. Accounts Receivable	9.80	4.25	130%	Due to increase in Debtors
Trade Payables Turnover Ratio	Net Credit Purchases / Average Trade Payables	1.98	1.92	3%	Not Applicable
Net Capital Turnover Ratio	Net Sales / Working Capital	3.04	3.63	-16%	Not Applicable
Net Profit Ratio	Net Profit / Net Sales	(0.18)	(0.25)	-29%	Due to increase in revenue
Return on Capital Employed (ROCE)	Earning before Interest and Taxes / Capital Employed	(0.34)	0.49	-169%	Due to increase in losses
Return on Investment (ROI)	Other Income (Excluding Dividend) / Average Cash, Cash Equivalents & Other Marketable Securities	0.00	0.02	-94%	Due to decrease in average Investment

31 Segment Information

The Company is mainly engaged in 'Organised Retail' primarily catering to consumers in India under various consumption baskets. All the activities of the group revolve around this main business. Accordingly, the group has only one identifiable segment reportable under Ind AS 108 - "Operating Segments". The chief operational decision maker monitors the operating results of the group's business for the purpose of making decisions about resource allocation and performance assessment.

32 The Company does not have any intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

33 Other Statutory Information

Additional information pursuant to Ministry of Corporate Affairs notification dated March 24,2021 with respect to amendments in Schedule III of Companies Act, 2013.

(i) There are no balances outstanding with struck off companies as per section 248 of the Companies Act, 2013.

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

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

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

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iv) The Company have not any such transaction which is not recorded in the books of account that has been surrendered

34 The Financial statements were approved for issue by the Board of Directors on 17th April, 2026.

As per our Report of even date

Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Vishal L. Parekh
Partner
M No.: 113918

Date: 17th April, 2026
Place: Mumbai

For and on behalf of the Board

Akhilesh Prasad
Director
DIN: 01757265

Neha
Whole Time Director
DIN: 06380757

Shiv Kumar Bhardwaj
Director
DIN: 00001584

Krishnan Sudarshan
Director
DIN: 01029826

Yashank Taneja
Company Secretary