PURV FLEXIPACK LIMITED
Registered Office: Annapurna Apartment 23, Sarat Bose Road, 1st Floor,
Suit No. -1C, Kolkata- 700020, W.B, India
Phone: +91 33 40703238, Email Id: cs@purvflexipack.in
CIN: L25202WB2005PLC103086

NOTICE

Notice is hereby given that the 21ST (twenty first) Annual General Meeting (AGM) of the members of Purv Flexipack Limited will be held on Wednesday, 30th September, 2026 at 11:30 A.M. at the registered office of the company situated at Annapurna apartment, 1st Floor, Suit No. 1C, 23 Sarat Bose Road, Kolkata – 700020, WB, IN to transact the following businesses**:**

ORDINARY BUSINESS:

1. **Adoption of audited Financial Statements – Standalone**:

   To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditor's thereon, be and are hereby received, considered and adopted."

2. **Adoption of audited Financial Statements – Consolidated**:

   To receive, consider and adopt the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the reports of the Auditor's thereon, be and are hereby received, considered and adopted."

3. **To appoint Mr. Vanshay Goenka (DIN:06444159), Managing Director of the Company, whose office is liable to retire by rotation at this Annual General Meeting and being eligible, offers him self for re-appointment:**

   To Consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and in accordance with the Articles of Association of the Company, Mr. Vanshay Goenka (DIN: 06444159), Director of the Company , Whose period of office is liable determination by retirement of directors by rotation and who has offered him self for re-appointment , be and is hereby reappointed as director of the company liable to retire by rotation without break in his service as Managing Director of the Company."

4. **Appointment of Statutory auditor for period of 5 years:**

To appoint and fix the remuneration of Statutory Auditors and in this regard to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee, M/s. V. Singhi & Associates., Chartered Accountants, (Firm Registration No: 311017E), be and is hereby appointed as Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of 21st Annual General Meeting till the conclusion of the 26th Annual General Meeting of the Company, at such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors of the Company."

RESOLVED FURTHER THAT the Audit Committee/ Board of Directors of the Company, be and are hereby authorized to revise/ alter/ modify/ amend the terms and conditions and/ or remuneration, from time to time, as may be mutually agreed with the Auditors, during the tenure of their appointment

SPECIAL BUSINESS:

5. **Approval for Formulation, Adoption and Implementation of PFL- Employee Stock Options Plan 2026:**

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

The Chairman informed the members that, in order to attract, retain and motivate employees and to align their interests with the long-term growth of the Company, it is proposed to formulate, adopt and implement the "PFL– Employee Stock Options Plan 2026", and the same was placed before the members for their consideration and approval.

"**RESOLVED THAT** pursuant to (i) Section 62(l)(b) and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable rules made thereunder (including any amendments, modifications and/ or re-enactments thereof for the time being in force) (hereinafter referred to as the **"Act")**, (ii) Regulation 6 and other applicable provisions of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **("SBEB Regulations")**, (iii) the applicable provisions of the Foreign Exchange Management Act, 1999, as amended or restated and rules, circulars, notifications, regulations and guidelines issued thereunder **("FEMA")**, (iv) the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments, modifications or re-enactments thereof for the time being in force) **("SEBI Listing Regulations")**, (v) in accordance with provisions of the memorandum and articles of association of the Company, as amended, and (vi) any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by the Government of India **("GOI")**, the Ministry of Corporate Affairs **("MCA")**, the Reserve Bank of India **("RBI")**, the Securities and Exchange Board of India **("SEBI")**, Stock Exchange and/or any other competent authority and including any amendments, modifications or re-enactments thereof for the time being in force, and subject to any applicable approval(s), consent(s), permission(s) and sanction(s) of any competent authority(ies) and also any condition(s) and modification(s) as may be prescribed or imposed by such authority(ies) while granting such approval(s), consent(s), permission(s) and sanction(s), and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall include Nomination and Remuneration Committee **("NRC")** or its delegated authority to exercise its powers, including the powers conferred by this resolution), approval of the shareholders of the Company be and is hereby accorded to the Board to adopt and implement PFL - Employee Stock Option Plan 2026 ('ESOP Plan 2026'), the salient features of which are furnished in the Explanatory Statement to this Notice, and to create, issue, offer and grant up to 5,00,000 (Five Lakhs Lakhs Only) employee stock options ("Options") in one or more tranches, exercisable into equivalent number i.e. 5,00,000 (Five Lakhs Only) equity shares of the Company having face of Rs.10 /- (Rupee Ten Only) each ("Equity Share(s)") under the ESOP Plan 2026 to or for the benefit of the present and future eligible employees of the Company, whether working in India or outside of India, as may be decided by the Board and permitted under the SBEB Regulations or any other applicable law, at such price or prices, in one or more tranches, and on such terms and conditions, as may be determined by the Board and / or NRC in accordance with the provisions of the ESOP Plan 2026 and in compliance of SBEB Regulations and applicable laws and regulations in force.

RESOLVED FURTHER THAT the Board be and is hereby authorized to create, offer, issue and allot Equity Shares upon exercise of Options from time to time in accordance with the ESOP Plan 2026 and such Equity Shares shall rank pari-passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the Equity Shares allotted under the ESOP Plan 2026 on the Stock Exchange as per the provisions of the SEBI Listing Regulations and other applicable laws and regulations.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, stock splits, consolidation of shares, change in capital structure, merger, sale of division/undertaking or other re-organization, the outstanding options granted/to be granted under ESOP Plan 2026 shall be suitably adjusted for such number of options/shares and/or the exercise price, as applicable and that the Board and/or NRC be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under applicable laws, so as to ensure that fair and equitable benefits under the ESOP Plan 2026 are passed on to the employees of the Company.

RESOLVED FURTHER THAT the approval of the shareholders of the Company be and is hereby accorded to the Board and/or NRC to take necessary steps for compliance with the SBEB Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board and/or NRC and/or any person as authorised by the Board or NRC be and are hereby severally authorized to approve the grant letter and other related documents, to grant options to the employees of the Company (including deciding the number of options to be granted), to allot Equity Shares upon exercise of Options by the employees/option grantee of the Company, to make any modifications/ changes/ variations/ alterations/ revisions in ESOP Plan 2026 or suspend/ withdraw/ revive ESOP Plan 2026 from time to time subject to compliance of applicable laws, unless such change is detrimental to the interest of the employees of the Company.

RESOLVED FURTHER THAT the Board and/or NRC and/or any person as authorised by the Board and NRC be and are hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to the implementation, administration and evolution of ESOP Plan 2026."

6. **<u>To approve grant of employee stock options under PFL- Employee Stock Option Plan 2026 to the employees of the holding, subsidiary and other group companies as permissible under applicable laws.</u>**

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

"**RESOLVED THAT** pursuant to (i) Section 62(l)(b) and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable rules and regulations made thereunder (including any amendments, modifications and/ or re-enactments thereof for the time being in force) **("Act")**, (ii) Regulation 6 and other applicable provisions of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SBEB Regulations**"), (iii) the applicable provisions of the Foreign Exchange Management Act, 1999, as amended or restated and rules, circulars, notifications, regulations and guidelines issued thereunder ("**FEMA**"), (iv) the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments, modifications or re-enactments thereof for the time being in force) ("**SEBI Listing Regulations**"), (v) in accordance with provisions of the memorandum and articles of association of the Company, as amended, and (vi) any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by the Government of India ("**GoI**"), the Ministry of Corporate Affairs ("**MCA**"), the Reserve Bank of India ("**RBI**"), the Securities and Exchange Board of India ("**SEBI**"), Stock Exchanges and/or any other competent authority and including any amendments, modifications or re-enactments thereof for the time being in force, and subject to any applicable approval(s), consent(s), permission(s) and sanction(s) of any competent authority(ies) and also any condition(s) and modification(s) as may be prescribed or imposed by such authority(ies) while granting such approval(s), consent(s), permission(s) and sanction(s), and subject to acceptance of such condition(s) or modification(s) by the board of directors of the Company (hereinafter referred to as the "**Board**", which term shall include Nomination and Remuneration Committee ("**NRC**") or its delegated authority to exercise its powers, including the powers conferred by this resolution), approval of the shareholders of the Company be and is hereby accorded to the Board to adopt and implement CC- Employee Stock Option Plan 2026 (“ESOP Plan 2026”) and to issue, offer and grant up to 5,00,000 (Five Lakhs Only) employee stock options ("Options") in one or more tranches, exercisable into equivalent number i.e. 5,00,000 (Five Lakhs Only) equity shares of the Company having face of Re. 10/- (Rupee Ten Only) each ("Equity Share(s)") under ESOP Plan 2026, to or for the benefit of the present and future eligible employees of the Company and its holding, subsidiary company(ies), group companies (present and future) as permissible under applicable laws, whether working in India or outside of India, as may be decided by the Board and permitted under the SBEB Regulations, at such price or prices, in one or more tranches, and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the ESOP Plan 2026 in compliance of SBEB Regulations and applicable laws and regulations in force.

RESOLVED FURTHER THAT the Board be and is hereby authorized to create, offer issue and allot Equity Shares upon exercise of Options from time to time in accordance with the ESOP Plan 2026 and such Equity Shares shall rank *pari passu* in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the Equity Shares allotted under the ESOP Plan 2026 on the Stock Exchanges as per the provisions of the SEBI Listing Regulations and other applicable laws and regulations.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, stock splits, consolidation of shares, change in capital structure, merger, sale of division/undertaking or other re-organization, the outstanding options granted/to be granted under ESOP Plan 2026 shall be suitably adjusted for such number of options/shares and/or the exercise price, as applicable and that the Board and/or NRC be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under applicable laws, so as to ensure that fair and equitable benefits under the ESOP Plan 2026 are passed on to the employees of the holding, subsidiary company(ies) and other group companies.

RESOLVED FURTHER THAT the approval of the shareholders of the Company be and is hereby accorded to the Board and/or NRC to take necessary steps for compliance with the SBEB Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board and/or NRC and/or any person as authorised by the Board and NRC be and are hereby severally authorized to approve the grant letter and other related documents, to grant options to the employees of the holding, subsidiary company(ies) and other group companies (including deciding the number of options to be granted), to allot Equity Shares upon exercise of Options by the employees/option grantee of the holding, subsidiary company(ies) and other group companies, to make any modifications/ changes/ variations/ alterations/ revisions in ESOP Plan 2026 or suspend/ withdraw/ revive ESOP Plan 2026 from time to time subject to compliance of applicable laws, unless such change is detrimental to the interest of the employees of the holding , subsidiary company(ies) and group companies.

RESOLVED FURTHER THAT the Board and/or NRC and/or any person as authorised by the Board and NRC be and are hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to the implementation, administration and evolution of ESOP Plan 2026."

7. <u>To appoint Anju Jhunjhunwala (DIN: 09207960), as an Independent Director of the Company</u>

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150,152 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and provisions of Articles of Association of the Company, based on the approval and recommendation of the Nomination and Remuneration Committee, and that of the

Board, and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing his candidature for the office of Director, Anju Jhunjhunwala (DIN: 09207960), be and is hereby appointed as Non- Executive Independent Director of the Company, not liable to retire by rotation, who has submitted a declaration that she meets criteria of Independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, for a First term of 5 (five) years with effect from 1st October, 2026 up to 30th September, 2031.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. **Approval for Remuneration payable to Directors pursuant to Section II Part II of Schedule V of the Companies Act, 2013:-**

To consider and, if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Section II of Part II of Schedule V to the Act and the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded for payment of remuneration to the Directors of the Company, in the event of absence or inadequacy of profits, w.e.f, 1st April,2026 in accordance with the applicable provisions, limits and conditions prescribed under Section II of Part II of Schedule V to the Act.

RESOLVED FURTHER THAT the remuneration payable to the Directors pursuant to this resolution shall be subject to the applicable provisions and limits prescribed under the Act and Schedule V thereto and such other approvals, consents and permissions as may be required under applicable laws.

"**RESOLVED FURTHER THAT** any of the Directors of the company be and is hereby authorized to finalize, execute, sanction and disburse of the loans and to take such steps and to do all other act, deeds and things as may be necessary or desirable to give effect to the above resolution(s) and all the necessary form(s) and return to be filled with the registrar of companies with regard to the aforesaid matter."

9. **To approve revision in remuneration payable to Mr. Unnat Goenka as an office or place of profit under the Companies Act, 2013**

The members are requested to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, (as amended from time to time), Article

57 of the Articles of Association of the Company, and pursuant to the recommendation of the **Nomination and Remuneration Committee and the prior approval of the Audit Committee** of the Company, approval of the members be and is hereby accorded for the payment of revised remuneration up to ₹60,00,000/- (Rupees Sixty Lakhs Only) per annum effective from 1st October, 2026 to a Related Party, Mr. Unnat Goenka, who is Son of Mr. Rajeev Goenka,(Chairman and Non-Executive Director) and Mrs. Poonam Goenka, (Whole-time Director) and Brother of Mr. Vanshay Goenka, Managing Director of the Company , holding office or place of profit, as **Chief Marketing Head** of the Company, as detailed in the Explanatory Statement attached hereto.

RESOLVED FURTHER THAT the Board of Directors has the liberty to vary /increase such remuneration in accordance with the provisions of the Companies Act, 2013, to effect a change in designation and responsibilities of the persons holding office or place of profit within the maximum limit of remuneration as approved by the shareholders

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds and things, as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

By the order of the board
For Purv Flexipack Limited

Sd/-
Vandana Thakkar
Company Secretary and Compliance Officer

Place: Kolkata
Date: 03.09.2026

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint another person as a proxy to attend and vote at the meeting on his behalf and such proxy need not be a member of the company.
2. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
3. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
4. Corporate Members intending to send their authorized representative(s) to attend the Annual General Meeting are requested to forward a certified copy of Board Resolution authorizing their representative to attend and vote at the Annual General Meeting either to the Company in advance or submit the same at the venue of the General Meeting.
5. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking appointment / re-appointment as Director at the 21st Annual General Meeting are given as an annexure (Annexure A) to the notice.
6. The Register of members and share transfer books of the company will remain closed from **Thursday, the 24th Day of September, 2026 to Wednesday, the 30th Day of September, 2026** (Both Days inclusive)
7. The cut-off date for determining the names of shareholders eligible to get Notice of the Annual General Meeting is **Friday, August 28, 2026.**
8. **Green Initiative**:
   In compliance of the provision of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Company has sent Annual Reports in Electronic Mode to the Members who have registered their E-mail IDs either with the Registrar and Transfer Agents or with their respective Depositories. However, an option is available to the Members to continue to receive the physical copies of the documents/ Annual Reports by making a specific request quoting their Folio No./Client ID & DP ID to Company or to R & T Agents.
9. Members to whom hard copy of Annual Reports have been provided are requested to bring their copies of the Annual Report to the Meeting. The copies of Annual Reports shall not be made available at the venue of the Meeting.
10. **Admission Slip**:
    Members / Proxies attending the Meeting should bring the Admission Slip, duly filled, for handing over at the venue of the meeting.
11. **e-Voting: M/s. Mufg Intime India Pvt Ltd (Formerly Known as Link Intime India Pvt Ltd)**
    In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Amendment Rules, 2015 made thereunder, the Members are provided with the facility to cast their vote electronically, through the remote e-Voting platform provided by M/s. Mufg Intime India Pvt Ltd (Formerly Known as Link Intime India Pvt Ltd) on all the resolutions set forth in this notice. The e-Voting shall commence on September 26, 2026 at 09.00 a.m. and shall end on September 29, 2026 at 5.00 p.m. The e-Voting module shall be disabled by M/s. Mufg Intime India Pvt Ltd (Formerly Known as Link Intime India Pvt Ltd) for e-Voting thereafter. During this period, all the Members of the Company holding shares either in Physical Form or in dematerialized form as on September 23, 2026 will be eligible to cast their vote electronically. The results of EGM declared along with Scrutinizer Report shall be placed on the Company's website www.purvflexipack.in ,on the website of the M/s. Mufg Intime India Pvt Ltd (Formerly Known as

Link Intime India Pvt Ltd) www.in.mpms.mufg.com within 48 hours of conclusion of the Meeting and be also communicated to NSE www.nseindia.com where the shares of the company are listed.

Members are requested to carefully read the instructions of e-voting before exercising their vote. The instructions for e-voting are enclosed with this notice.

12. The voting rights of members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date of **Wednesday, September 23, 2026.**
13. A member may participate in the AGM even after exercising his right to vote through remote e-Voting but shall not be entitled to vote again at the Annual General Meeting.
14. A person, whose name is recorded in the Register of Members or in the register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting as well as voting at the AGM through ballot paper/electronic voting.
15. The facility for voting through ballot paper/e-Voting shall be made available at the AGM and in such case, the members attending the meeting who have not cast their vote by remote e-Voting shall be able to exercise their right at the meeting through ballot paper/electronic voting.
16. In case of joint holders, the members whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting**.**
17. **Mr. Kuldeep Bothra (Proprietor of K. Bothra & Associates), Practicing Company Secretary (PCS), (Membership No. ACS 37452)** has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-Voting process in a fair and transparent manner.
18. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "e-voting" or "Ballot Paper" for all those members who are present at the Annual General Meeting but who have not cast their votes earlier by availing the remote e-Voting facility.
19. The Scrutinizer shall after the conclusion of voting at the general meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favor or against, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

20. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.purvflexipack.in and on the website of M/s. Mufg Intime India Pvt. Ltd (Formerly known as Link Intime India Pvt Ltd). www.in.mpms.mufg.com after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the National Stock Exchange of India Limited www.nseindia.com.

21. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act will be available during the meeting for inspection, to the Members attending the AGM.

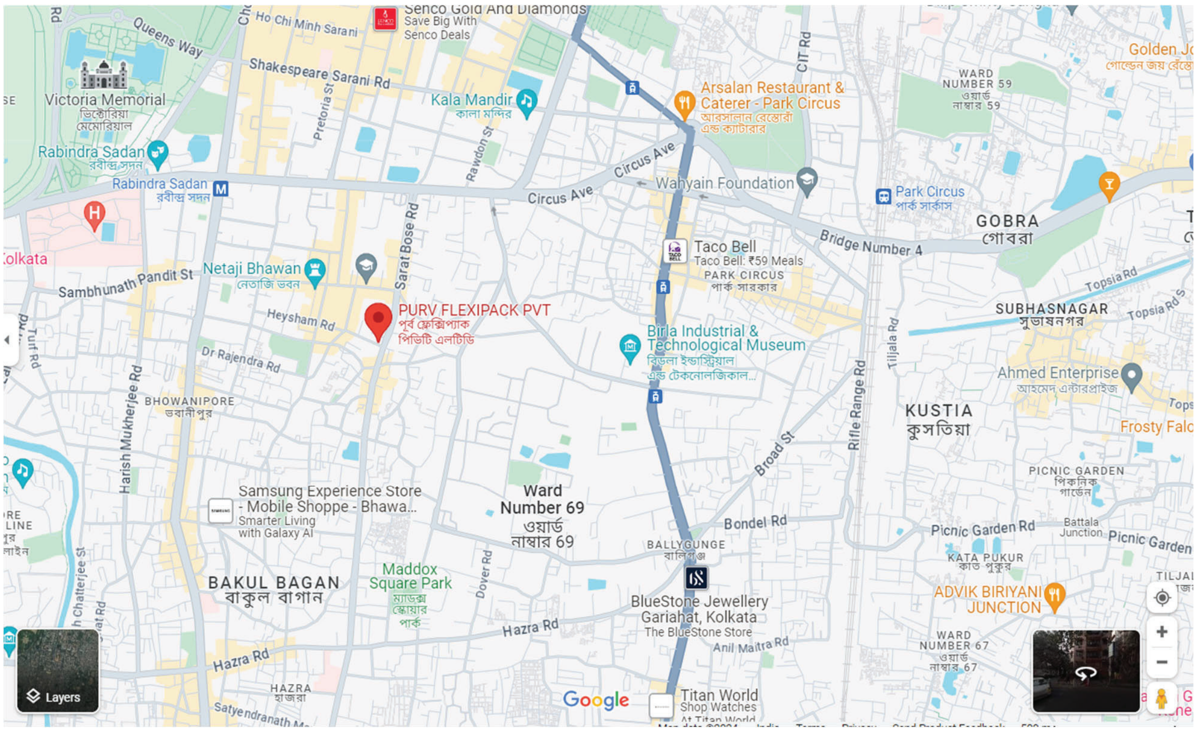
22. Members are requested to contact the Company's Registrar & Share Transfer Agent, Mufg Intime India Pvt. Ltd ("Mufg Intime" or "Registrar & Share Transfer Agent") for reply to their queries/redressal of complaints, if any, or contact Mrs. Vandana Thakkar, Company Secretary & Compliance officer at the Registered Office of the Company (Email: cs@purvflexipack.in)

23. **Registrar and Transfer Agents**:

The details of Registrars and Transfer Agents of the Company is as follows:

M/s. Mufg Intime India Pvt Ltd (Formerly Known as Link Intime India Pvt Ltd)
Address: Rasoi Court, 5th Floor, 20, Sir R N Mukherjee Road, Kolkata – 700001, WB, IN.
Phone No.: 033 69066200
Website: www.in.mpms.mufg.com
Email: kolkata@in.mpms.mufg.co.in

24. Route Map showing Directions to reach to the venue of the Meeting:



25. SEBI *vide* circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 28, 2023 ('ODR Master Circular') has established a common Online Dispute Resolution Portal ("ODR Portal") which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market.

For initiation of dispute resolution process under ODR mechanism of SEBI, the investor/client shall first take up the matter with the Market Participant. If the investor/client is not satisfied with the resolution provided by the Market Participant or no action initiated by the Market participants, then the investor/client may register the complaint/dispute in SCORES/ SMART ODR Portal. The investor may also initiate dispute resolution under the ODR mechanism if he / she is not satisfied with the resolution on SCORES.

It may be noted that in case the investor/client has filed the dispute on SMART ODR Portal, while the complaint is pending on SCORES, then the complaint shall be treated as disposed on SCORES. If the investor/client has filed the dispute on SMART ODR Portal, then subsequently, it cannot file the same complaint on SCORES. The SMART ODR Portal can be accessed at: https://smartodr.in/login

REMOTE E-VOTING INSTRUCTONS FOR SHAREHOLDERS

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".
b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a. To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b. Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
c. Enter the last 4 digits of your bank account / generate 'OTP'
d. Post successful registration, user will be provided with Login ID and password.
e. Follow steps given above in points (a-d).

> Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

METHOD 3 - NSDL e-voting website

a. Visit URL: https://www.evoting.nsdl.com

b. Click on the "Login" tab available under 'Shareholder/Member' section
c. Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
d. Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a. Visit URL: https://www.cdslindia.com.
b. Go to e-voting tab.
c. Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a. Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
b. Enter existing username, Password & click on "Login".
c. Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a. To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b. Proceed with updating the required fields for registration.
c. Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a. Login to DP website

b. After Successful login, user shall navigate through "e-voting" option.
c. Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d. Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

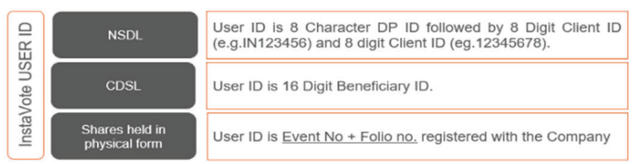
Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP ON INSTAVOTE

Shareholders registered for INSTAVOTE facility:

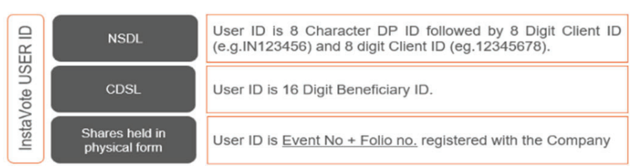
a. Visit URL: https://instavote.linkintime.co.in & click on "Login" under 'SHARE HOLDER' tab.
b. Enter details as under:
    1 User ID: Enter User ID
    2 Password: Enter existing Password
    3 Enter Image Verification (CAPTCHA) Code
    4 Click "Submit".



(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

a. Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:
    1 User ID: Enter User ID
    2 PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.



    3 DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
    4 Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
        - Shareholders, holding shares in NSDL form, shall provide 'point 4' above.
        - Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above.
        - Shareholders, holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
    5 Set the password of your choice.
    (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
    6 Enter Image Verification (CAPTCHA) Code.
    7 Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

a. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
b. Select ‘View’ icon. E-voting page will appear.
c. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
d. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
e. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

a. Visit URL: https://instavote.linkintime.co.in
b. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
c. Fill up your entity details and submit the form.
d. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

a. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b. Click on “Investor Mapping” tab under the Menu section
c. Map the Investor with the following details:

    1. ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
    2. ‘Investor’s Name - Enter Investor’s Name as updated with DP.

    3. ‘Investor PAN’ - Enter your 10-digit PAN.
    4. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

d. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b. Click on "Votes Entry" tab under the Menu section.
c. Enter the "Event No." for which you want to cast vote.
   Event No. can be viewed on the home page of InstaVote under "On-going Events".
d. Enter "16-digit Demat Account No.".
e. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
f. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b. After successful login, you will see "Notification for e-voting".
c. Select "View" icon for "Company's Name / Event number".
d. E-voting page will appear.
e. Download sample vote file from "Download Sample Vote File" tab.
f. Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
g. Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

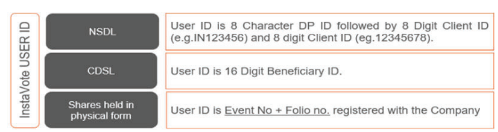
Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in



- Click on "Login" under 'SHARE HOLDER' tab.
- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event"

By the order of the board
For Purv Flexipack Limited

Sd/-
Vandana Thakkar
Company Secretary and Compliance Officer

Place: Kolkata
Date: 03.09.2026

ANNEXURE A TO THE NOTICE

Details of Directors seeking appointment / reappointment at the 21st (twenty first) Annual General Meeting in pursuance of provisions of the Companies Act, 2013 & Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Annexure of Item No: 03

Name of the Director	Mr. Vanshay Goenka
DIN	06444159
Date of Birth	29.10.1994
Nationality	Indian
Date of Appointment on the Board	18.04.2016
Qualification	ISB-EY programme in General Management from Indian School of Business, Hyderabad, and Bachelor of Commerce (Honors) from St. Xavier's College, Kolkata.
Disclosure of relationship between directors inter-se	Son of Mr. Rajeev Goenka & Mrs. Poonam Goenka Brother of Mr. Unnat Goenka
No. of Equity Shares held in the Company as on 31.03.2026	100 Equity Shares
List of Directorship in other companies as on September 03, 2026.	1.Purvac Packaging Private Limited 2. Purv Flexipack Limited 3. Purv Packaging Private Limited 4. Purv Ecoplast Private Limited 5. Purv Technoplast Pvt Ltd 6. Enablecap Private Limited 7. Purv Logistics Private Limited 8. Purv Agro Farms Private Limited (Formerly known as Purv Knowledge Solutions Pvt Ltd) 9. Purv Films Private Limited 10. Re.Act Waste Tech Private Limited 11. Cool Caps Industries Ltd 12. Indian Plastics Federation 13.Purv Ganesha One Pvt Ltd 14.Rajeev Trading & Holdings Pvt Ltd
Names of listed entities in which the person holds the directorship.	Cool Caps Industries Limited
Membership/ Chairmanship of Board committees in other companies	**1.** Membership of Stakeholders Relationship Committee of Cool Caps Industries Ltd
Nature of expertise in specific functional areas	NA
Listed entities from which the person has resigned in the past three years	NA

Age	31
Terms and conditions of appointment or re appointment along with details of remuneration sought to be paid	As the Director is Liable to retire by rotation the remuneration will be paid as it was approved earlier.
The remuneration last drawn by such person, if applicable	NA

Annexure of Item No: 07

Name of the Director	Mrs. Anju Jhunjhunwala
DIN	09207960
Date of Birth	20.12.1988
Nationality	Indian
Date of Appointment on the Board	30.09.2026
Qualification	B.com (Hons)
Disclosure of relationship between directors inter-se	-
No. of Equity Shares held in the Company as on 31.03.2026	-
List of Directorship in other companies as on September 03, 2026.	Premier Road Carriers Ltd
Names of listed entities in which the person holds the directorship.	1. Premier Road Carriers Ltd
Membership/ Chairmanship of Board committees in other companies	NA
Nature of expertise in specific functional areas	NA
Listed entities from which the person has resigned in the past three years	NA
Age	37
Terms and conditions of appointment or re appointment along with details of remuneration sought to be paid	As the Independent Director she is not Liable to retire by rotation. The sitting fees will be paid as may be decided by NRC.
The remuneration last drawn by such person, if applicable	NA

By the order of the board
For Purv Flexipack Limited

Sd/-
Vandana Thakkar
Company Secretary and Compliance Officer

Place: Kolkata
Date: 03.09.2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES 2013 SET OUT ALL MATERIAL FACTS RELATING TO THE BUSINESSES UNDER ITEM NO. 4 to 9 OF THE ACCOMPANYING NOTICE.

ITEM NO. 04

M/s V. Singhi &Associates, Chartered Accountants were appointed as Statutory Auditors for the financial year 2025-26 upon the casual vacancy caused due to resignation by M/s. Keyur Shah & Associates. The shareholders at the Extra Ordinary General Meeting passed resolution on 19th March, 2026 to hold office till conclusion of 21^{st} Annual General Meeting. It is therefore necessary to appoint Statutory Auditor from the conclusion of the 21^{st} AGM for a period of 5 years until the conclusion of 26^{th} AGM scheduled to be held in the year 2031 Pursuant to the recommendation of the Audit Committee, the Board of Directors at its meeting held on August 03, 2026 has proposed the appointment of M/s V. Singhi & Associates, Chartered Accountants (Firm Registration No. 311017E), as the Statutory Auditors of the Company for a term of five consecutive years, from the conclusion of the 21^{st} AGM until the conclusion of the 26^{th} AGM. M/s V. Singhi & Associates, Chartered Accountants, have consented to the appointment and confirmed that they satisfy the eligibility criteria prescribed under Section 141 of the Companies Act, 2013, and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and rules made thereunder. Pursuant to Regulation 36 of SEBI Listing Regulations, the following details are given below for the information of members.

Statement containing additional disclosure as required under Regulation 36(5) of the Listing Regulations		
1.	Proposed fees payable to the statutory auditor for the financial year	As mutually decided by the Board and Auditor after review by Audit Committee.
2.	Term of appointment	For the Period of 5 years from Conclusion of 21^{st} AGM till the conclusion of 26^{th} AGM of the Company.
3.	In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	The fee agreed with auditor and considering the enhanced size of the operations of the Company, scope of services and experience, profile and calibre of the proposed Auditors, the fees is reasonable and is commensurate with the experience and scope of work. There is no material different between fees of earlier auditor and new auditor.
4.	Basis of recommendation for appointment including the details in relation to and credentials of the Statutory auditor proposed to be appointed	The recommendations made by the Audit Committee, and the Board of Directors of the Company, are in fulfilment of the eligible criteria as prescribed under the Companies Act, 2013 and the applicable rules made thereunder.
5.	Brief Profile of Statutory Auditor	M/s. V. Singhi & Associates was established in the year 1977. The firm has a young and dynamic team comprising twenty-two partners, over 60 qualified professionals, and more than 500 personnel.

		V. Singhi & Associates operates across seven major cities in India. The firm provides a comprehensive range of services including Audit and Assurance, Consulting, Financial Advisory, Tax Advisory, and Technology Consulting. With over 47 years of experience in audit and accounting services, the firm has built a strong reputation for professionalism, expertise, and client-centric solutions.

The Board of Directors recommends the Ordinary Resolution set out at Item No 4 of the Notice for approval by the Members.

None of the Directors / Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 4 of this Notice except to the extent of their shareholding if any, in the Company.

ITEM NO. 5 & 6

As required under Section 102 of the Act and Regulation 6(2) of the SBEB Regulations, the following statement sets out all the material facts relating to the special businesses mentioned under Item No. 5 and 6 of this Notice.

The Company is intending to create a new employee stock option plan namely PFL- Employee Stock Options Plan 2026 ("ESOP Plan 2026") to grant up to 5,00,000 (Five Lakhs Only) Options in one or more tranches which could give rise to the issue of Equity Shares of the Company, not exceeding 5,00,000 (Five Lakhs Only) Equity Shares, as determined from time to time under ESOP Plan 2026 at any time for the benefit of the present and future eligible employees of the Company and its holding, subsidiary company(ies) and group companies (present and future), whether in India or outside of India, as permissible under SBEB Regulations and other applicable laws.

The NRC *inter-alia* approved and recommended formulation and adoption of ESOP Plan 2026 which was duly approved by Board at its meeting held on 3rd September, 2026 pool size of 5,00,000 subject to the approval of the shareholders of the Company. The salient features and other details as required under Section 62(1)(b) of the Act, read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014 and Regulation 6(2) SBEB Regulations, as amended are given below:

Sr. No.	Particulars	Details
1.	Brief description of the ESOP Scheme	ESOP Plan 2026 provides for grant of Options to employees as may be permissible under the SBEB Regulations (hereinafter referred to as 'Employees') from time to time. Every grant of Options shall be governed by a vesting schedule and such other terms, as determined by the NRC at the time of each grant. After vesting, the Employees may exercise the vested Options within the pre-defined exercise period. Each Options is convertible into one Equity Share of the Company

		upon vesting and exercise. The Company will issue Equity Shares upon exercise of vested Options, subject to fulfilment of certain condition(s) including without limitation payment of exercise price and satisfaction of tax obligations. The NRC shall administer the ESOP Plan 2026. All questions of interpretation of the ESOP Plan 2026 shall be determined by the NRC/Board and such determination shall be final and binding upon all persons having an interest in the ESOP Plan 2026.
2.	The total number of options, SARs, shares or benefits, as the case may be, to be offered and granted	It is proposed to grant / offer / issue up to 5,00,000 (Five Lakhs Only) Options, in one or more tranches. Each Option will entitle the option holder 1 (one) Equity Share of the Company. Accordingly, up to 5,00,000 (Five Lakhs Only) Equity Shares of face value of Rs. 10 (Rupee Ten Only) each shall be allotted to the Employees under the ESOP Plan 2026 upon exercise of all options under ESOP Plan 2026. The SBEB Regulations require that in case of any corporate action such as rights issue, bonus issue, merger and sale of division and others, a fair and reasonable adjustment needs to be made to the Options granted. In this regard, the NRC shall adjust the number/shares and/or exercise price of the Options granted in such a manner that the total value of the Options granted under ESOP Plan 2026 remain the same after any such corporate action keeping the life of the Options intact.
3.	Identification of classes of employees entitled to participate and be beneficiaries in the scheme(s);	Employee(s) (as defined in Regulation 2(i) of the SBEB Regulations) as may be determined by the NRC, shall be eligible to participate in the ESOP Plan 2026. The NRC will determine the specific employees or class of employees who will be eligible for award of stock options based on such criteria as may be decided.
4.	Requirements of vesting and period of vesting	Subject to exceptions in cases of death and permanent incapacity as provided under SBEB Regulations, Options granted shall vest so long as the Employee continues to be in the employment of the Company and/or its holding company and / or its subsidiary company (ies) and/or its group companies as permissible under applicable laws. The NRC may, at its discretion, lay down certain performance metrics/conditions on the achievement of which the granted Options would vest, the detailed terms and conditions relating to such performance-based vesting and the proportion in which Options granted would vest. Subject to exceptions in cases of death and permanent incapacity as provided under SBEB Regulations, the Options would vest not earlier than 1 (One) year and not more than a maximum period of 5 years from the date of grant of Options as

		may be decided by the NRC at the time of each grant. The exact proportion in which and the exact period over which the Options would vest would be determined by the NRC.
5.	Maximum period within which the options / SARs / benefits shall be vested	All the Options granted on any date shall vest not later than a maximum of 5 years from the date of grant of Options as stated in Point No. 4 above.
6.	Exercise price, SAR price, purchase price or pricing formula for arriving at the same	The exercise price per Option shall be determined by the NRC at the time of grant, which shall not be less than the face value of the Equity Share of the Company and shall not be more than fair market value of an equity share of the Company as on the date of grant of the Option and shall be in conformity with the applicable accounting policies, if any
7.	Exercise period/offer period and process of exercise/acceptance of offer	From the date of vesting of the Options, the Employees shall be entitled to exercise the Options from time to time within such period as may be prescribed by the NRC, which period shall not exceed a period of 5 years from the date of the respective vesting of the Options. The Options would be exercisable by the said Employees by payment of the consideration amount and submitting the requisite application form after which the shares would be allotted. In the event of resignation / termination / retirement / superannuation / death / permanent disability, or such other events as covered under the SBEB Regulations, Options will be exercised in accordance with SBEB Regulations as may be determined by the NRC in this regard. In the event that an Employee, who has been granted Options under the ESOP Plan 2026 is transferred or deputed to the holding company / subsidiary company(ies) prior to exercise, the exercise as per the terms of grant shall continue in case of such transferred or deputed employee even after the transfer or deputation. The Board / NRC may at its discretion, do all such acts, deeds, matters and things as may be necessary / desirable to facilitate exercise of Options by the Employees
8.	The appraisal process for determining the eligibility of employees for the scheme(s)	The appraisal process for determining the eligibility of the employee will be specified by the NRC and will be based on criteria such as role / designation of the employee, length of service with the Company, past performance record, future potential of the employee and/or such other criteria that may be determined by the NRC
9.	Maximum number of options, SARs, shares, as the case may be, to be offered and issued per employee and in aggregate, if any	The maximum number of Options that may be granted to any Employee shall be decided by the Board or NRC. However, in case the number of Options proposed to be granted to any Employee, during any one year, equals to or exceeds 1 % of the

		issued capital (excluding outstanding warrants and conversions), of the Company at the time of grant of Options, prior approval of the shareholders by way of a separate resolution shall be obtained.
10.	Maximum quantum of benefits to be provided per employee under a scheme(s);	The Employees will be entitled to the Equity Shares of the Company on exercise of Options as per the terms provided under ESOP Plan 2026. No benefit other than grant of Options is envisaged under ESOP Plan 2026.
11.	Whether the scheme(s) is to be implemented and administered directly by the company or through a trust	ESOP Plan 2026 shall be implemented directly by the Company.
12.	Whether the scheme(s) involves new issue of shares by the company or secondary acquisition by the trust or both	ESOP Plan 2026 will involve new issue of equity shares of the Company and will not involve any secondary acquisition.
13.	The amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc	Not applicable.
14.	Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme(s);	Not applicable.
15.	A statement to the effect that the company shall conform to the accounting policies specified in regulation 15 of the SBEB Regulations	The Company will follow and comply Accounting Standard IND AS 102 on Share based Payments and/ or any relevant Accounting Standards as may be prescribed by the competent accounting standards authorities from time to time, including the disclosure requirements prescribed therein in due compliance with the requirements of Regulation 15 of the SBEB Regulations. In addition, the Company shall disclose such details as required under the applicable laws including under other applicable provisions of the SBEB Regulations
16.	The method which the company shall use to value its options ~~or SARs~~	Options shall be valued at fair market value of the Equity Share which means the latest available closing price on a recognized stock exchange on which the Equity Shares of the Company are listed on the date immediately prior to the Relevant Date. If such Equity Shares are listed on more than one stock exchange, then the closing price on the stock exchange having higher trading volume shall be considered
17.	The following statement, if applicable: 'In case the company opts for expensing of share based	Not applicable as the Company has used Fair Value method for Accounting

	employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report'	
18.	Period of lock-in	The Equity Shares issued pursuant to exercise of Options shall not be subject to any lock-in period.
19.	The conditions under which option vested in employees may lapse e.g. in case of termination of employment for misconduct	Details specified under Table 1
20.	The specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee	Details specified under Table 1
21.	Terms & conditions for buyback, if any, of specified securities covered under these regulations.	The NRC has the powers to specify the procedure and other terms and conditions for buy-back of Options granted, if the Company decides to undertake the buy-back of the Options granted in compliance with applicable laws.

Table 1.

Sr. No.	**Particulars**	**Vested Options**	**Unvested Options**
1.	Resignation/ Termination (other than due to Misconduct or breach of Company's policies/terms of employment from time to time).	All the vested Options as on the date of submission of resignation/date of termination (other than due to Misconduct or breach of Company policies/terms of employment from time to time) shall be exercisable by the Employee within 1 years from the date of vesting of Options or 1 year from the effective date of resignation, whichever is later.	All the unvested Options on the date of submission of resignation/date of termination (other than due to Misconduct or breach of Company policies/terms of employment from time to time) shall stand cancelled with effect from effective date of Resignation / Termination.
2.	Termination due to Misconduct or due to breach of Company's policies or the terms of	All the vested Options which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.	All unvested Options on the date of such termination shall stand cancelled with effect from that date.

	employment from time to time.		
3.	Retirement/Superannuation/Early retirement approved by the Company	All vested Options as on date of retirement/superannuation/ Early retirement approved by the Company shall be exercisable in accordance with the respective vesting schedules under this Scheme even after retirement or superannuation in accordance with the Company's policies and Applicable Law.	Unvested Options would continue to vest will be exercised in accordance with the respective vesting schedules under this Scheme even after retirement or superannuation in accordance with the Company's policies and Applicable Law.
4.	Death or Permanent Incapacity While in Employment	All vested options as on the date of death or Permanent Incapacity While in Employment may be exercisable immediately by the Employee or legal heirs and/or nominees, as the case may be.	In the event of death or Permanent Incapacity While in Employment of the employee while in employment, all the options granted under this Scheme to him/her till his/her death shall vest, with effect from the date of his/her death, in the legal heirs or nominees of the deceased employee, as the case may be.
5.	Any other reason apart from those mentioned above	The Board/NRC shall at its absolute discretion decide whether the Vested Options as on the date of separation, can be Exercised by the Employee or not, and such decision shall be binding and final.	The Board/Committee shall at its absolute discretion decide whether Unvested Options, as on the date of separation, can be Exercised by the Employee or not, and such decision shall be binding and final.

In terms of Regulation 6(1) and other applicable provisions of SBEB Regulations and Section 62(1) (b) and other applicable provisions, if any, of the Act, the issue of Equity Shares to the Employees of the Company under an employee stock options scheme requires approval of the shareholders by way of a special resolution. Therefore, the approval of the shareholders of the Company is being sought to pass a special resolution as set out at Item No. 5 & 6.

Further, as per Regulation 6(3)(c) of SBEB Regulations, approval of the shareholders by way of separate special resolution is also required for grant of options to employees of the holding or subsidiary or group companies of the Company as permissible under applicable laws. Therefore, the approval of the shareholders of the Company is being sought to pass a special resolution as set out at Item No. 5 & 6.

None of the directors and key managerial personnel of the Company or their relatives is in any way, financially or otherwise, concerned or interested in the resolution, except to the extent of their shareholding in the Company.

The copies of the related documents will be open for inspection by the members of the Company at the registered office of the Company at the Registered office of the Company on all working days, during business hours up to the last date of remote e-voting.

The Board, accordingly, recommends the passing of special resolutions as set out at Item No. 5 and 6 of this Notice, for the approval of the shareholders of the Company.

ITEM NO. 7

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has proposed the appointment of **Ms. Anju Jhunjhunwala (DIN: 09207960)** as an **Independent Director** of the Company for a first term of **five consecutive years,** not liable to retire by rotation, subject to approval of the shareholders of the Company.

Ms. Anju Jhunjhunwala has given her consent to act as an Independent Director and has confirmed that she fulfils the eligibility and independence criteria prescribed under the **Companies Act, 2013** and the **SEBI Listing Regulations**. The Company has also received (i) consent in writing to act as a Director in Form DIR-2 in terms of section 152 of the Act read with Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Section 164(1) or 164(2) of the Act, (iii) declaration to the effect that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs and such other necessary declarations and a notice from a member proposing her candidature under Section 160 of the Companies Act, 2013.

Ms. Anju Jhunjhunwala is a **Teacher** and holds a **Bachelor of Commerce (B.Com. Hons.)** degree. She has successfully completed the **Independent Directors' Examination conducted through the Independent Directors' Databank of the Indian Institute of Corporate Affairs (IICA)**. She brings a broad understanding of academic, administrative and professional matters and will contribute valuable perspectives to the deliberations of the Board.

The Board is of the opinion that her **knowledge, experience and expertise** will be beneficial to the Company and recommends her appointment for approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 8

Pursuant to Section 197 of the Companies Act, 2013 ("Act"), if the Company has appointed a Managing Director or Whole-time Director, the maximum remuneration that can be paid to the Directors who are neither Managing Directors nor Whole-time Directors, including Non-Executive Directors, is one per cent of the net profits of the Company, as prescribed under the Act. In the event of absence or inadequacy of profits, the Company may pay remuneration to such Directors in accordance with the provisions and limits prescribed under Section II of Part II of Schedule V to the Act, subject to the approval of the Members. Accordingly, the Company proposes to seek the approval of the Members by way of a Ordinary Resolution for payment of remuneration to Director, in the event of absence or inadequacy of profits, in accordance with the applicable provisions and limits prescribed under Section II of Part II of Schedule V to the Act.

Further, Section II of Part II of Schedule V to the Act requires certain disclosures to be made in the Explanatory Statement of the Notice seeking approval of the Members for payment of remuneration by companies having no profits or inadequate profits. The Board proposes the Resolution at Item No. 8 of the notice for approval of the Shareholders by **Ordinary Resolution**.

<table>
<tr><th colspan="3">GENERAL INFORMATION</th></tr>
<tr><td>1</td><td>Nature of Industry</td><td>Company is mainly engages in the distribution of various plastic-based products such as Biaxially Oriented Polypropylene (BOPP) film, Polyester Films, Cast Polypropylene (CPP) films, Plastic granules, Inks, Adhesives, Masterbatches, Ethyl Acedate, and Titanium Dioxide. and In addition, our company is a Del Credere Associate (DCA) of Indian Oil Corporation Limited and operates as a Dealer Operated Polymer Warehouse (DOPW) for their polymer division. and external preparations looking into the nature of business company is operating under single segment hence segment reporting is not applicable to Company.</td></tr>
<tr><td>2</td><td>Date or expected date of commencement of commercial production</td><td>Not Applicable</td></tr>
<tr><td>3</td><td>In case of new companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus</td><td>Not Applicable</td></tr>
<tr><td>4</td><td>Financial Performance based on given indicators</td><td>Standalone Financial Performance of the company for the year ended 31st March, 2026.
(In Lakhs)
<table>
<tr><td>Revenue from Operations</td><td>Rs. 13,576.37</td></tr>
<tr><td>Other Income</td><td>Rs. 1,297.58</td></tr>
<tr><td>Total Expenditure</td><td>Rs. 14,743.68</td></tr>
<tr><td>Net Profit before tax</td><td>(Rs. 171.81)</td></tr>
<tr><td>Profit after tax (after deducting comprehensive income)</td><td>(Rs. 179.50)</td></tr>
</table></td></tr>
<tr><td>5</td><td>Export Performance and foreign exchange earned for the financial year ended 31st March, 2026</td><td>Foreign Exchange Earnings and Out Go
<table>
<tr><td>Total Foreign Exchange used</td><td>NIL</td></tr>
<tr><td>Total Foreign Exchange Earned (On F.O.B basis)</td><td>NIL</td></tr>
</table></td></tr>
<tr><td>6</td><td>Foreign investments or collaborations, if any</td><td>Not Applicable</td></tr>
</table>

7.	Information about the Appointee: (i) Background Details (ii) Past Remuneration (iii) Recognition or awards (iv) Job Profile and his suitability (v) Remuneration proposed (vi) Comparative remuneration profile with respect to industry, size of the company, profile of the Position and person (in case of expatriates the relevant details would be with respect to the country of his original) (vii) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Not Applicable as there is no need of appointment in this AGM.
8.	**Other information:** (i) Reason of loss or Inadequate Profits (ii) Step taken or Proposed to be taken for improvements (iii) Expected increase in productivity and profits in measurable terms	(i) During the financial year 2025–26, the profitability of the Company was adversely impacted due to pressure on operating margins, increased operating and finance costs, and the working capital-intensive nature of its business. (ii) The management is taking appropriate measures to improve operational efficiencies, optimise costs and strengthen working capital management with a view to improving profitability in the coming years. (iii) The Company is actively managing and strengthening its business operations with a continued focus on improving operational efficiency, financial performance and overall profitability and supporting its efforts to enhance overall business performance and profitability.

Item No. 9:

Mr. Unnat Goenka, an B.S in Data Science and Business Administration by qualification, is a highly accomplished and results-driven professional with a wealth of experience in the fields of marketing, management, digitization, and rebranding.

Since joining, he has played a pivotal role in driving the Company's marketing strategies and enhancing its overall brand presence. Additionally, Mr. Unnat Goenka has been actively involved in streamlining the supply chain management process, optimizing efficiencies, and ensuring the seamless delivery of products to customers. His strategic approach to digitization has strengthened the Company's position in the digital landscape, enabling it to tap into new markets.

Taking into consideration his increased responsibilities and contributions, it is proposed to revise the terms of his remuneration with effect from October 1, 2026, whereby the monthly remuneration payable to him may increase upto ₹ 5 Lakhs per month.

The provisions of section 188(1) of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which govern the Related Party Transactions, require the Company to obtain prior approval of the Audit Committee and/ or Board of Directors. Further, in certain cases, approval of the shareholders is also required.

Accordingly, for revision in the remuneration of Mr. Unnat Goenka being a related party within the definition of Section 2(76) of the Companies Act 2013 ("Act"), as Son of Mr. Rajeev Goenka,(Chairman and Non-Executive Director) and Mrs. Poonam Goenka, (Whole-time Director) and Brother of Mr. Vanshay Goenka, Managing Director of the Company and pursuant to the provisions of Section 188 of the Act, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended), appointment of any related party to any office or place of profit in the Company, its Subsidiary Company or Associate Company at a monthly remuneration exceeding Rs. 2,50,000/- requires prior approval by way of ordinary resolution of the Company, hence approval of Members is sought for revision in payment of remuneration to him by the Company as proposed in the resolution under this item no. 9 of the Notice of the AGM.

The requisite disclosures required under the applicable provisions of the Companies Act, 2013, are as follows:

S. No	Particular	Details
1.	**Name of the Related Party**	Unnat Goenka
2.	**Name of the Director or Key Managerial Personnel who is related, if any**	Mr. Rajeev Goenka, (Chairman and Non-Executive Director), Mrs. Poonam Goenka, (Whole Time Director) and Mr. Vanshay Goenka, (Managing Director)
3.	**Nature of Relationship**	Son of Mr. Rajeev Goenka, (Chairman and Non-Executive Director) and Mrs. Poonam Goenka, (Whole-time Director) and Brother of Mr. Vanshay Goenka, Managing Director of the Company.
4.	**Nature, Material Terms, Monetary Value, and Particulars of the Contract or Arrangement**	Remuneration can be paid upto Rs. 5 lakhs per Month.
5.	**Any other information relevant or important for the members to take a decision**	**Nil**

The Board recommends the resolution set out at Item No. 9 to be passed as an Ordinary Resolution.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives thereof, except Mr. Rajeev Goenka, (Chairman and Non-Executive Director) and Mrs. Poonam Goenka, (Whole-time Director) and Mr. Vanshay Goenka are concerned or interested financially or otherwise in the resolution at Item no. 9 of this notice.

By the order of the board
For Purv Flexipack Limited

Sd/-
Vandana Thakkar
Company Secretary and Compliance Officer

Place: Kolkata
Date: 03.09.2026