PURETROP FRUITS LIMITED
(Formerly known as Freshtrop Fruits Limited)
AGENDA FOR THE BOARD MEETING [2026-27/02]

Date of Meeting	07.08.2026
Day	Friday
Time	4.00 P.M. (IST)
Venue	A-603, Shapath IV, S.G. Road, Ahmedabad – 380015
Mode	Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

NOTICE OF BOARD MEETING – [2026-27/02]

Notice is hereby given that the meeting of the Board of Directors of the Company is scheduled to be held on Friday, 07th August 2026 at 4:00 P.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

The agenda along with notes of agenda for the meeting are enclosed.

The link to join the meeting is provided below for your reference:

https://teams.microsoft.com/meet/4287283973339363?p=M80nce1UQvqWIpbdxr

Kindly make it convenient to attend the Meeting.

FOR PURETROP FRUITS LIMITED
(Formerly known as Freshtrop Fruits Limited)

VANSHIKA LUNIA Digitally signed by VANSHIKA LUNIA Date: 2026.07.27 17:49:44 +05'30'

VANSHIKA LUNIA
COMPANY SECRETARY & COMPLIANCE OFFICER
Date: 27-07-2026
Place: Ahmedabad

LIST OF AGENDA AND NOTES TO AGENDA	
[2026-27/02] MEETING OF THE BOARD OF DIRECTORS OF PURETROP FRUITS LIMITED	
S.No	**Description**
1.	TO ELECT CHAIRMAN OF MEETING, IF REQUIRED.
2.	TO CONFIRM THE QUORUM FOR THE MEETING.
3.	TO GRANT LEAVE OF ABSENCE, IF ANY.
4.	TO TAKE NOTE OF RESIGNATION OF MR. ASHOK CHANDUMAL MURAJANI AS AN INDEPENDNET DIRECTOR WITH EFFECT FROM 18^{th} JUNE 2026.
5.	TO CONFIRM THE MINUTES OF THE BOARD MEETING HELD ON 12^{TH} MAY 2026.
6.	TO CONFIRM THE MINUTES OF THE COMMITTEE MEETINGS HELD ON 12^{TH} MAY 2026.
7.	TO TAKE NOTE OF CIRCULAR RESOLUTIONS PASSED ON 05^{th} JUNE 2026.
8.	TO TAKE NOTE OF CIRCULAR RESOLUTIONS PASSED ON 22^{nd} JUNE 2026.
9.	TO TAKE NOTE OF THE COMPLIANCE CERTIFICATES RECEIVED FROM VARIOUS DEPARTMENTS AS PART OF THE COMPANY'S GOVERNANCE AND COMPLIANCE MONITORING FRAMEWORK.
10.	TO TAKE NOTE OF THE ANNUAL SECRETARIAL COMPLAINCE REPORT FOR THE YEAR 2025-26 RECEIVED M/S MANOJ HURKAT & ASSOCIATES.
11.	TO TAKE NOTE OF COMPLIANCE DONE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, FOR THE QUARTER ENDED 30^{TH} JUNE 2026.
12.	TO CONSIDER AND APPROVE THE UNAUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE QUARTER ENDED 30^{TH} JUNE 2026 ALONGWITH DRAFT LIMITED REVIEW REPORT ISSUED BY THE STATUTORY AUDITOR.
13.	TO CONSIDER AND APPROVE REAPPOINTMENT OF MR. RAMCHANDRA JOSHI (DIN: 00231568) DIRECTOR RETIRING BY ROTATION AND BEING ELIGIBLE FOR RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING (“AGM”).
14.	TO CONSIDER AND APPROVE REAPPOINTMENT OF MR. PRADEEP KATYAL (DIN:10727156) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 CONSECUTIVE YEARS SUBJECT TO MEMBERS APPROVAL AT THE ENSUING ANNUAL GENERAL MEETING (“AGM”).
15.	TO CONSIDER AND APPROVE REAPPOINTMENT OF MRS. SHARADA IYER(DIN:03357928) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 CONSECUTIVE YEARS SUBJECT TO MEMBERS APPROVAL AT THE ENSUING ANNUAL GENERAL MEETING (“AGM”).
16.	TO CONSIDER AND APPROVE DRAFT NOTICE ALONG WITH FIXATION OF THE DAY, DATE, TIME AND PLACE OF 34^{th} ANNUAL GENERAL MEETING.
17.	TO APPOINT SCRUTINIZER FOR THE PURPOSE OF FACILITATING E-VOTING OF 34^{th} ANNUAL GENERAL MEETING.
18.	TO TAKE NOTE OF AVAILING SERVICE OF NATIONAL SECURITIES DEPOSITORIES LIMITED (“NSDL”) FOR E-VOTING AND VS/OAVM AT FORTHCOMING ANNUAL GENERAL MEETING.

19.	TO CONSIDER AND APPROVE DRAFT BOARDS' REPORT ALONG WITH ALL ANNEXURES FOR THE FINANCIAL YEAR 2025-26.
20.	TO TAKE NOTE OF THE CERTIFICATES RECEIVED FROM THE PRACTICING COMPANY SECRETARY FOR INCLUSION IN THE ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH 2026.
21.	TO FIX BOOK CLOSURE DATE FOR ANNUAL GENERAL MEETING.
22.	TO TAKE NOTE OF THE SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026.
23.	TO REVIEW INTERNAL CONTROL MECHANISM FOR INSIDER TRADING.
24.	TO TAKE NOTE OF COMPLIANCE WITH THE TRADING WINDOW CLOSURE UNDER SEBI (PROHIBITION OF INSIDER TRADING REGULATIONS, 2015 FOR UPSI.
25.	TO NOTE THE VARIOUS CERTIFIACTES RECEIVED FROM RTA.
26.	TO DISCUSS AND REVIEW ADEQUACY AND EFFECTIVENESS OF INTERNAL FINANCIAL CONTROL FOLLOWED BY THE COMPANY.
27.	TO REVIEW THE BUSINESS OPERATIONS CARRIED OUT DURING THE PERIOD SINCE LAST BOARD MEETING.
28.	ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIR AND CONSENT OF MAJORITY OF DIRECTORS PRESENT AT THE MEETING.

FOR PURETROP FRUITS LIMITED
(Formerly known as Freshtrop Fruits Limited)

VANSHIKA LUNIA
Digitally signed by VANSHIKA LUNIA
Date: 2026.07.27 17:50:07 +05'30'

VANSHIKA LUNIA
COMPANY SECRETARY & COMPLIANCE OFFICER
Date: 27-07-2026
Place: Ahmedabad

NOTES ON AGENDA
[2026-27/02] MEETING OF THE BOARD OF DIRECTORS OF
PURETROP FRUITS LIMITED

ITEM NO. 1
TO ELECT THE CHAIRMAN OF THE MEETING:
Mr. Ashok Motiani Chairman of the Company, if present, to occupy the chair and conduct the proceeding of the meeting. The Board may elect another Director as Chairman for the matters in which existing chairman will be interested.
In case of absence of existing Chairman, any one of the Director present at the meeting shall be elected as the chairman of the meeting.

ITEM NO. 2
TO ASCERTAIN QUORUM FOR THE MEETING:
The meeting shall be convened upon the requisite quorum being duly constituted.

ITEM NO. 3
TO GRANT LEAVE OF ABSENCE TO DIRECTORS:
Leave of absence may be granted to the members of the Board who are unable to attend the meeting and requested the same.

ITEM NO. 4
TO TAKE NOTE OF RESIGNATION OF MR. ASHOK CHANDUMAL MURAJANI AS AN INDEPENDNET DIRECTOR WITH EFFECT FROM 18th JUNE 2026:
The Board to note the resignation of Mr. Ashok Chandumal Murajani, from being an Independent Director of the Company with effect from 18th June 2026, due to his underlying medical condition.

ITEM NO. 5
TO TAKE ON RECORD THE MINUTES OF PREVIOUS BOARD MEETING HELD ON 12th May 2026:
Minutes of the Board Meeting held on 12.05.2026 to be placed before the Board.

The Board to take note and confirm the same.

ITEM NO. 6
TO TAKE ON RECORD THE MINUTES OF PREVIOUS COMMITTEE MEETING(S) HELD ON 12th May 2026:
Minutes of following Committee Meeting(s) to be placed before the Board:

Sr. No.	Meeting(s)
1.	Audit Committee
2.	Nomination and Remuneration Committee
3.	Stakeholders Relationship Committee
4.	Corporate Social Responsibility Committee

The Board to take note and confirm the same.

ITEM NO. 7
TO TAKE A NOTE OF RESOLUTION PASSED BY CIRCULATION ON 05/06/2026:

a. Authorisation for opening of Trading cum Demat Account with Motilal Oswal Financial Services Limited (MOFSL):

"**RESOLVED THAT** the Company is authorized to invest in securities/commodities market.

RESOLVED THAT the company is authorized to invest in commodity derivatives /commodity futures & options / options on commodity futures on commodity Exchanges.

RESOLVED THAT the Company be registered as a client and open a Trading cum Demat Account with Motilal Oswal Financial Services Limited (MOFSL), Member of the National Stock Exchange of India Ltd. (NSE), the Bombay Stock Exchange Ltd. (BSE),Multi Commodity Exchange of India (MCX),the National Commodity & Derivative Exchange Limited (NCDEX) and a Depository Participant with National Securities Depositories Ltd. (NSDL) and Central Depository Service (India) Ltd. (CDSL) and NERL Participant, ComRIS Participant & CCRL Participant for the purpose of dealing in securities/commodities at BSE ,NSE ,MCX,NCDEX,CDSL,NSDL,NERL,ComRIS & CCRL on any segment.

RESOLVED FURTHER THAT Motilal Oswal Financial Services Limited be and is hereby anyone authorised to honor instruction given on the behalf of the Company by any of the under noted Authorised Signatories who is /are authorised to sell, purchase, transfer, endorse, negotiate documents and /or otherwise deal in Securities and or derivatives through

Name of Authorised Signatories	Designation	PAN	DIN	Residential Address	Specimen Signature	Photograph Signed across
Ashok Vishindas Motiani	Managing Director	ABCPM8237G	00124470	B-201 Eternity, B/H Satyam Corporate House Bodakdev Ahmedabad City, Gujrat 380054		
Nanita Ashok Motiani	Whole Time Director	ACDPM5531B	00787809	B-201 Eternity, B/H Satyam Corporate House Bodakdev Ahmedabad City, Gujrat 380054		

RESOLVED FURTHER THAT the above signatories are hereby anyone authorised to sign, execute and submit such applications, undertakings, agreements, DP instructions and other requisite documents, writing and deeds as many be deemed necessary or expedient to open account and give effect to this resolution.

RESOLVED FURTHER THAT, the common seal of the Company be affixed, wherever necessary, in the presence of any directors or of any one director and Company Secretary, who shall sign the same in the token of their presence.

ITEM NO. 8
TO TAKE A NOTE OF RESOLUTION PASSED BY CIRCULATION ON 22/06/2026:

1. Reconstitution of Audit Committee:

"RESOLVED THAT pursuant to Regulation 18 of the SEBI(LODR) Regulations, 2015 read along with the Section 177 of The Companies Act, 2013 as amended and other applicable laws, rules and regulations the Audit Committee be and is hereby reconstituted due to the resignation of Mr Ashok Chandumal Murajani(DIN: 09217026) as an Independent Director and Chairperson of the Audit Committee of the Company, with effect from 18th June, 2026, be and is hereby noted and taken on record.

RESOLVED FURTHER THAT consequent upon the aforesaid resignation and in order to reconstitute the Audit Committee of the Board, the Audit Committee be and is hereby reconstituted:

Composition of Audit Committee:

1. Mr. Pradeep Katyal – Chairperson
2. Mrs. Nanita Ashok Motiani – Member
3. Mrs Sharada Iyer – Member

The Company secretary shall act as the Secretary of the Audit Committee.

RESOLVED FURTHER THAT the reconstituted Audit Committee shall exercise such powers, perform such duties, and discharge such functions as prescribed under the Companies Act, 2013, applicable rules, SEBI regulations (where applicable), and the terms of reference approved by the Board from time to time.

RESOLVED FURTHER THAT the Mr Ashok Motiani(DIN:00124470)Managing Director of the Company, be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution, including making necessary disclosures, intimations, filings, and updating the statutory records of the Company.

2. Reconstitution of Nomination and Remuneration Committee:

"RESOLVED THAT pursuant to Regulation 19 of the SEBI(LODR) Regulations, 2015 read along with the Section 178 of The Companies Act, 2013 as amended and other applicable laws, rules and regulations the Nomination and Remuneration Committee be and is hereby reconstituted due to the resignation of Mr Ashok Chandumal Murajani(DIN:09217026) as an Independent Director and Chairperson of the Nomination and Remuneration Committee of the Company, with effect from 18th June, 2026, be and is hereby noted and taken on record.

RESOLVED FURTHER THAT consequent upon the aforesaid resignation and in order to reconstitute the Nomination and Remuneration Committee of the Board, the Nomination and Remuneration Committee be and is hereby reconstituted:

Composition of Nomination and Remuneration Committee:

1. Mrs Sharada Iyer – Chairperson
2. Mr. Ramchandra Joshi – Member
3. Mr. Pradeep Katyal – Member

The Company secretary shall act as the Secretary of the Nomination and Remuneration Committee.

RESOLVED FURTHER THAT the reconstituted Nomination and Remuneration Committee shall exercise such powers, perform such duties, and discharge such functions as prescribed under the Companies Act, 2013, applicable rules, SEBI regulations (where applicable), and the terms of reference approved by the Board from time to time.

RESOLVED FURTHER THAT the Mr Ashok Motiani(DIN:00124470) Managing Director of the Company, be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution, including making necessary disclosures, intimations, filings, and updating the statutory records of the Company.

3. Reconstitution of Stakeholders Relationship Committee:

"RESOLVED THAT pursuant to Regulation 20 of the SEBI(LODR) Regulations, 2015 read along with the Section 178(5) of The Companies Act, 2013 as amended and other applicable laws, rules and regulations the Stakeholders Relationship Committee be and is hereby reconstituted due to the resignation of Mr Ashok Chandumal Murajani(DIN:09217026) as an Independent Director and Chairperson of the Stakeholders Relationship Committee of the Company, with effect from 18th June, 2026, be and is hereby noted and taken on record.

RESOLVED FURTHER THAT consequent upon the aforesaid resignation and in order to reconstitute the Stakeholders Relationship Committee of the Board, the Stakeholders Relationship Committee be and is hereby reconstituted:

Composition of Stakeholders Relationship Committee:

1. Mr Pradeep Katyal – Chairperson
2. Mrs. Nanita Ashok Motiani – Member
3. Mrs. Sharada Iyer – Member

The Company secretary shall act as the Secretary of the Stakeholders Relationship Committee.

RESOLVED FURTHER THAT the reconstituted Stakeholders Relationship Committee shall exercise such powers, perform such duties, and discharge such functions as prescribed under the Companies Act, 2013, applicable rules, SEBI regulations (where applicable), and the terms of reference approved by the Board from time to time.

RESOLVED FURTHER THAT the Mr Ashok Motiani(DIN:00124470)Managing Director of the Company, be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution, including making necessary disclosures, intimations, filings, and updating the statutory records of the Company.

4. Reconstitution of Corporate Social Responsibility Committee:

"RESOLVED THAT pursuant to Section 135 of The Companies Act, 2013 as amended and other applicable laws, rules and regulations the Corporate Social Responsibility Committee be and is hereby reconstituted due to the resignation of Mr Ashok Chandumal Murajani(DIN: 09217026) as an Independent Director and a member of the Corporate Social Responsibility Committee of the Company, with effect from 18th June, 2026, be and is hereby noted and taken on record.

RESOLVED FURTHER THAT consequent upon the aforesaid resignation and in order to reconstitute the Corporate Social Responsibility Committee of the Board, the Corporate Social Responsibility Committee be and is hereby reconstituted:

Composition of Corporate Social Responsibility Committee:

1. Mrs. Nanita Ashok Motiani – Chairperson
2. Mr Ramchandra Joshi – Member
3. Mrs. Sharada Iyer – Member

The Company secretary shall act as the Secretary of the Corporate Social Responsibility Committee.

RESOLVED FURTHER THAT the reconstituted Corporate Social Responsibility Committee shall exercise such powers, perform such duties, and discharge such functions as prescribed under the Companies Act, 2013, applicable rules, SEBI regulations (where applicable), and the terms of reference approved by the Board from time to time.

RESOLVED FURTHER THAT the Mr Ashok Motiani(DIN:00124470)Managing Director of the Company, be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution, including making necessary disclosures, intimations, filings, and updating the statutory records of the Company.

ITEM NO. 9

TO TAKE NOTE OF THE COMPLIANCE CERTIFICATES RECEIVED FROM VARIOUS DEPARTMENTS AS PART OF THE COMPANY'S GOVERNANCE AND COMPLIANCE MONITORING FRAMEWORK:

The chairman to inform the Board that signed Compliance Certificates received from various Departments of the Company, regarding Compliances made during the quarter will be placed before the Board for noting.

The Board is requested to take note of the same.

ITEM NO. 10

TO TAKE NOTE OF ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE YEAR 2025-26 RECEIVED FROM M/S MANOJ HURKAT & ASSOCIATES:

The chairman to inform the Board that duly signed Annual Secretarial Compliance Report for the year 2025-26 dated 12th May, 2026 was received from M/s. Manoj Hurkat and Associates, Practicing Company Secretary, Ahmedabad.

The Board is requested to take note of the same.

ITEM NO. 11

TO TAKE NOTE OF COMPLIANCE DONE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, FOR THE QUARTER ENDED 30th JUNE 2026:

The Chairman to inform the Board that the Company has completed various quarterly compliances as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and SEBI (Depositories and Participants) Regulations 2018, for the quarter ended on 30th June 2026.

The Chairman to place before the Board following for the purpose of noting:

1. Shareholding Pattern of the Company pursuant to Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the quarter ended on 30th June 2026.
2. Integrated Corporate Governance Report of the Company pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the quarter ended on 30th June 2026.
3. Reconciliation of Share Capital Audit Report of the Company for the quarter ended 30th June 2026, issued by M/s. Manoj Hurkat and Associates, Practicing Company Secretary, Ahmedabad dated 10th July 2026.
4. Compliances Certificate under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 30th June, 2026.

ITEM NO. 12

TO CONSIDER AND APPROVE THE UNAUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE QUARTER ENDED 30TH JUNE, 2026 ALONGWITH DRAFT LIMITED REVIEW REPORT ISSUED BY THE STATUTORY AUDITOR:

The Chairman to inform the Board that, the Unaudited Financial Results of the Company for the quarter ended 30th June 2026 were presented before the Audit Committee. The Audit Committee have gone through the quarterly results and draft limited review report thereon and has found that the Company has complied with all the applicable legal compliance and formalities in respect of preparation of financial results as mentioned above. The Audit Committee has approved the Unaudited Financial Results and forwarded the same to the Board of Directors for their approval.

The Chairman to place before the Board Unaudited Financial Results of the Company for the quarter ended on 30th June 2026 and further inform that the same is to be published in the English and regional language newspaper and is to be submitted to the Stock Exchanges as per the Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. The copy of the Unaudited Financial Results and draft limited review report along with the certificates issued by the Chief Executive officer and Chief Financial Officer certifying that the financial result does not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading to be placed at the meeting.

The unaudited financial results are tabled at the Board meeting for perusal of the Board members.

The Board to pass the following resolution with or without modification(s):

"**RESOLVED THAT** pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) made thereof for the time being in force) the Unaudited Financial Results of the Company for the quarter ended on 30th June 2026 as placed before the meeting be and are hereby approved and taken on record;

RESOLVED FURTHER THAT the certificate under Regulation 33 (2) (a) issued by Chief Executive officer and Chief Financial Officer of the Company certifying that the said financial results do not contain any false or misleading statement or figures and do not omit any material facts which may make the statements or figures contained therein misleading as placed before the Board be and is hereby taken on record;

RESOLVED FURTHER THAT Mr. Ashok Motiani, Chairman & Managing Director of the Company be and is hereby authorised and directed to do needful for the effective implementation of this Resolution."

ITEM NO. 13

TO CONSIDER AND APPROVE REAPPOINTMENT OF MR. RAMCHANDRA JOSHI (DIN: 00231568) DIRECTOR RETIRING BY ROTATION AND BEING ELIGIBLE FOR RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING ("AGM"):

The Chairman to inform the Board that under Section 152(6) of Companies Act, 2013 it is mandatory for all Public Companies to undertake the concept of Retirement by Rotation of 1/3 directors at every Annual General Meeting of the Company i.e. Not less than 2/3rd of the total number of Directors of the Company shall be liable to retire by rotation and 1/3rd of such directors liable to retire by rotation, shall retire at every Annual General Meeting.

The Proposal for reappointment of Mr. Ramchandra Joshi (DIN: 00231568) to be placed before the board, liable to retire by rotation.

The Board to consider and pass following resolution with or without modification(s):

"**RESOLVED THAT** the re-appointment of Mr. Ramchandra Joshi (DIN: 00231568) as director of the Company, be placed at the ensuing 34th Annual General Meeting of the Company and the same, be incorporated in the notice to be dispatched to the members of the Company."

ITEM NO. 14

TO CONSIDER AND APPROVE REAPPOINTMENT OF MR. PRADEEP KATYAL (DIN: 10727156) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 CONSECUTIVE YEARS SUBJECT TO MEMBERS APPROVAL AT THE ENSUING ANNUAL GENERAL MEETING:

The Chairman to inform the Board that the tenure of Mr Pradeep Katyal as an Independent Director of the Company is due to expire on 08th August, 2026.

Based on the recommendation of the Nomination and Remuneration Committee and considering the skills, experience, expertise, integrity, and valuable contribution made by Mr Pradeep Katyal during the tenure, the Board is of the opinion that his continued association would be beneficial to the Company.

Mr Pradeep Katyal has furnished the necessary declarations confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and the applicable regulations. He has also confirmed that he is not disqualified from being appointed as a director under Section 164 of the Companies Act, 2013 and has complied with the requirements relating to registration in the Independent Directors' Databank.

Accordingly, the approval of the Board is sought for re-appointment of Mr Pradeep Katyal as an Independent Director of the Company for a second term of five consecutive years with effect from 09th August 2026 to 08th August 2031 subject to approval of the shareholders of the Company in the ensuing Annual general Meeting.

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors), Rules, 2014, and Regulations 16, 17, 25, and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”), as amended from time to time, and the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution), Mr. Pradeep Katyal(DIN: 10727156), who was appointed as an Independent Director of the Company and who holds office up to August 08, 2026, and who is eligible for reappointment and who has submitted a declaration that he meets the criteria for independence as provided in the Act, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from 09th August, 2026 to 08th August, 2031 subject to approval of the members at the ensuing Annual General Meeting;

RESOLVED FURTHER THAT pursuant to the provisions of sections 197,198 and other applicable provisions of the Act, and the rules made thereunder, consent of the board be and hereby accorded for payment of sitting fees to Mr. Pradeep Katyal in such manner and up to such extent as the Nomination and Remuneration Committee of the Board of Directors of the Company recommends and the Board of Directors determine from time to time

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to finalize, settle, execute and amend such documents/ deeds/ writings/papers/agreements, as may be required, and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any of the Key Managerial Personnel or any other Officer(s) of the Company to give effect to the above resolution.”

ITEM NO. 15

TO CONSIDER AND APPROVE REAPPOINTMENT OF MRS. SHARADA IYER (DIN: 03357928) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 CONSECUTIVE YEARS SUBJECT TO MEMBERS APPROVAL AT THE ENSUING ANNUAL GENERAL MEETING:

The Chairman to inform the Board that the tenure of Mrs Sharada Iyer as an Independent Director of the Company is due to expire on 08th August, 2026.

Based on the recommendation of the Nomination and Remuneration Committee and considering the skills, experience, expertise, integrity, and valuable contribution made by Mrs Sharada Iyer during the tenure, the Board is of the opinion that her continued association would be beneficial to the Company.

Mrs Sharada Iyer has furnished the necessary declarations confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and the applicable regulations. She has also confirmed that she is not disqualified from being appointed as a director under Section 164 of the Companies Act, 2013 and has complied with the requirements relating to registration in the Independent Directors' Databank.

Accordingly, the approval of the Board is sought for re-appointment of Mrs. Sharada Iyer as an Independent Director of the Company for a second term of five consecutive years with effect from 09th August 2026 to 08th August 2031 subject to approval of the shareholders of the Company in the ensuing Annual general Meeting.

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors), Rules, 2014, and Regulations 16, 17, 25, and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), as amended from time to time, and the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution), Mrs Sharada Iyer (DIN:03357928), who was appointed as an Independent Director of the Company and who holds office up to August 08, 2026, and who is eligible for reappointment and who has submitted a declaration that she meets the criteria for independence as provided in the Act, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from 09th August, 2026 to 08th August, 2031 subject to approval of the members at the ensuing Annual General Meeting;

RESOLVED FURTHER THAT pursuant to the provisions of sections 197,198 and other applicable provisions of the Act, and the rules made thereunder, consent of the board be and hereby accorded for payment of sitting fees to Mrs Sharada Iyer in such manner and up to such extent as the Nomination and Remuneration Committee of the Board of Directors of the Company recommends and the Board of Directors determine from time to time

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to finalize, settle, execute and amend such documents/ deeds/ writings/papers/agreements, as may be required, and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any of the Key Managerial Personnel or any other Officer(s) of the Company to give effect to the above resolution.

ITEM NO.16

TO CONSIDER AND APPROVE DRAFT OF THE NOTICE ALONG WITH FIXATION OF THE DAY, DATE, TIME AND PLACE OF 34TH ANNUAL GENERAL MEETING:

The Chairman to inform the Board to consider and approve the Notice calling 34th AGM of the company to be held through VC/OVAM and requested to approve the Day, Date and Time the 34th AGM.

The Board to consider and pass following resolution with or without modification(s):

"**RESOLVED THAT** the Board do hereby approve to convene the Annual General Meeting("AGM") of the Company on __day,__ September,2026, at 00:00 a.m./p.m. through Video Conference / Other Audio Visual

Means (VC/OAVM) in accordance with the MCA and SEBI circular issued from time to time and the venue of the meeting shall be deemed to be the Registered Office of the Company to transact the business enumerated in the draft Notice of convening AGM;

RESOLVED FURTHER THAT the draft of the Notice of convening AGM of the Company as placed before the Board be and is hereby approved and that Mr. Ashok V Motiani, Chairman and Managing Director (DIN: 00124470), or Mrs. Vanshika Lunia, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to sign the same and to circulate to the members of the Company and to such other persons who are entitled to receive such notice;

RESOLVED FURTHER THAT Mr. Ashok V Motiani, Chairman and Managing Director (DIN: 00124470), or Mrs. Vanshika Lunia, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized to publish the Notice of AGM in two newspapers, i.e., one in English and another in Gujarati language, published as required under the listing regulation and to do any other acts, deeds, things and actions as may be considered necessary and incidental for convening the said AGM of the Company**."**

ITEM NO. 17

TO APPOINT SCRUTINIZER FOR THE PURPOSE OF FACILITATING E-VOTING OF 34th AGM:

The Chairman to inform the Board that the matter relating to Appointment of Scrutinizer shall be placed before the Board for their discussion Mr. Manoj Hurkat, Practicing Company Secretary, to be recommended for appointment as Scrutinizer for the purpose of facilitating E-Voting for the Annual General Meeting of the Company for the Year 2026. It is being updated that Mr. Manoj Hurkat, Practicing Company Secretary was acting as Scrutinizer for the previous Annual General Meeting of the Company.

The Board to consider the matter and to pass the resolution with or without modification(s):

"**RESOLVED THAT** pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended Mr. Manoj Hurkat, Practicing Company Secretary be and is hereby appointed as scrutinizer for the e-voting process under the Companies Act 2013 and providing the report thereof and Mr. Ashok Motiani Managing Director of the Company be and is be and is hereby authorised to countersign the said report.

RESOLVED FURTHER THAT Mr. Ashok Motiani Managing Director of the Company be and is be and is hereby authorised to fix such remuneration and out of pocket expenses, in consultation with the scrutinizer."

ITEM NO. 18

TO TAKE NOTE OF AVAILING SERVICE OF NSDL FOR E-VOTING AND VS/OAVM AT FORTHCOMING ANNUAL GENERAL MEETING:

The Chairman to inform the Board that every listed Company and Companies having not less than one thousand shareholders, shall provide to its members facility to exercise their right to vote at General Meeting by electronic means. The Company had entered into an agreement with NSDL to provide such facility. As per terms of the agreement NSDL will provide E-Voting facility and VC/OAVM facility for AGM to all shareholders of the Company and comply with the requirements of the Act.

The Company will provide detailed instructions to all shareholders in the Notice convening the Annual General Meeting to cast their vote electronically on resolution set out in the Notice of AGM and instructions for shareholders attending the AGM through VC/OAVM.

ITEM NO. 19

TO CONSIDER AND APPROVE DRAFT BOARDS' REPORT ALONG WITH ALL ANNEXURES FOR THE FY 2025-26:

The Chairman to inform the Board that pursuant to provisions the Companies Act, 2013 and rules made thereunder along with the applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board is requested to consider the Draft Directors Report for the FY 2025-26 and fix a closure date for the Annual General Meeting of the Company.

The Board to consider and approve the same and to pass resolution with or without modification(s):

"RESOLVED THAT pursuant to the provisions of Section 134 of the Companies Act,2013 read with Companies (Accounts) Rules,2014 (including any statutory modification or re-enactment made thereof) the draft of Board's Report along with annexure thereto for the year ended 31st March 2026, as placed before the Board be and are hereby approved;

RESOLVED FURHTER THAT Mr. Ashok Motiani, Chairman and Managing Director (DIN: - 00124470) of the Company, be and is hereby authorised to sign the same for and on behalf of the Board of Directors of the Company and the same be issued to the shareholders of the Company;

RESOLVED FURTHER THAT the said report be placed before the Members with financial statement for their approval at the ensuing 34th Annual General Meeting of the Company;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any one Director of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms with Registrar of Companies, Gujarat."

ITEM NO. 20
TO TAKE NOTE OF THE CERTIFICATES RECEIVED FROM THE PRACTICING COMPANY SECRETARY FOR INCLUSION IN THE ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH 2026:
The Company has received the Certificate of Non-Disqualification of Directors and Corporate Governance Certificate from the Practicing Company Secretary, as per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, for inclusion in the Annual Report of the Company for the financial year ended 31 March 2026.

The same are placed before the Board for its noting and consideration.

ITEM NO. 21
TO FIX BOOK CLOSURE DATE FOR ANNUAL GENERAL MEETING:
The Chairman to inform the Board that, in terms of Section 91 of the Companies Act, 2013, and rules made thereunder and as per Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall be under obligation to close its Register of Members and Share Transfer Registers for the purpose of holding 34th Annual General meeting.

As per the practice, the Company will close its Register of Members and Share Transfer Registers once a Year before the date of its Annual General Meeting.

ITEM NO. 22
TO TAKE NOTE OF THE SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026:
The chairman to inform the Board that duly signed Secretarial Audit Report for the year ended 31st March, 2026 will be received from M/s. Manoj Hurkat and Associates, Practicing Company Secretary, Ahmedabad.
The Board is requested to take note of the same.

ITEM NO. 23
TO REVIEW INTERNAL CONTROL MECHANISM FOR INSIDER TRADING:
The Chairperson to inform the Board that the Company has a robust system for monitoring and controlling Insider Trading mechanism. The company has appointed NSDL as a designated depository to monitor and control Insider Trading instances.

ITEM NO. 24
TO TAKE THE NOTE OF COMPLIANCE WITH THE TRADING WINDOW CLOSURE UNDER SEBI (PROHIBITION OF INSIDER TRADING REGULATIONS, 2015 FOR UPSI:
The Chairperson to inform the Members that the Company has availed I-track application of Bigshare Services Private Limited for Insider Trading instances and closure of trading window, whenever Unpublished Price Sensitive Information are discussed.
The Board to take note of the same.

ITEM NO. 25

TO NOTE THE VARIOUS CERTIFIACTES RECEIVED FROM RTA:

The Chairman to inform the Board that the Company has received the quarterly reports from the RTA and various certificates conforming the shareholding as on 30th June, 2026 and the status of complaints on SCORES platform for the quarter ended on 30th June, 2026.

The Board to take note of the same.

ITEM NO. 26

TO DISCUSS AND REVIEW ADEQUACY AND EFFECTIVENESS OF INTERNAL FINANCIAL CONTROL FOLLOWED BY THE COMPANY:

The Board to discuss internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively and the adequacy and effectiveness of internal control system prevailing in the Company.

In this regard the Board may discuss the following:

- the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets.
- the prevention and detection of fraud and errors.
- the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information etc.,

ITEM NO. 27

TO REVIEW THE BUSINESS OPERATIONS CARRIED OUT DURING THE PERIOD SINCE LAST BOARD MEETING:

The Chairman shall brief about the business operations since last Board Meeting.

The Board members are requested to take note of the same.

ITEM NO. 28

TO CONDUCT ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIRPERSON AND WITH THE CONSENT OF A MAJORITY OF THE DIRECTORS PRESENT IN THE MEETING:

To conduct any other business with the permission of the Chairperson and with the consent of a majority of the Members present in the Meeting, arising out of above business and incidental and ancillary to the business.

ADDENDUM TO NOTES ON AGENDA

[2026-27/02] MEETING OF THE BOARD OF DIRECTORS OF PURETROP FRUITS LIMITED

ITEM 29:
TO RE-APPOINT MRS. NANITA A MOTIANI AS WHOLE TIME DIRECTOR OF THE COMPANY FOR A PERIOD OF TWO YEARS w.e.f. APRIL 01, 2027:

"**RESOLVED THAT** pursuant to the provision of Section 196, 197 and 203 read with schedule V and other applicable provisions, if any, of the Companies Act 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Nomination and remuneration committee, the consent of the Board of Directors be and is hereby accorded to reappoint Mrs. Nanita A Motiani (DIN: 00787809) as Whole Time Director of the Company for period of 2 years, liable to retire by rotation (subject to provision(s) of the Act) with effect from April 01,2027;

RESOLVED FURTHER THAT the terms and conditions of such re-appointment including the remuneration and perquisite payable to Mrs. Nanita A Motiani shall be as mentioned herein below:

TERMS AND CONDITIONS:

i. Subject to the superintendence, director and control of the board of director of the Company, Mrs. Nanita A Motiani Whole Time Director of the Company shall be entrusted with day-to-day affairs of the Company and also such other duties and responsibilities as may be entrusted to her by the board of directors for the time to time.
ii. The Whole Time Director shall be liable to retire by rotation subject to provisions of the Act.
iii. The whole Time Director shall be entitled to receive the remuneration and perquisites as stated below even in the event of inadequacy or absence of profit by the company in any year.
iv. The appointment shall be effective w.e.f. April 01,2027 to March 31,2029 on the remuneration mentioned below.
v. The Whole Time Director shall be paid remuneration and perquisites as under:
    a. Salary: A Salary of Rs. 5,00,000/- per month with liberty to the Board to increase or decrease the salary within the limits laid down under Para A of Section II of Part II of Schedule V of the Companies Act of 2013.
    b. Bonus: Discretionary bonus as may be decided by Nomination and Remuneration Committee / Board of Directors, depending upon the performance of the appointee, working of the Company and other relevant factors subject to Maximum of 12 lacs P.A.
    c. Perquisites: The Whole Time Directors may be paid perquisites including but not limited to the following:

- Contribution to the provident fund, family benefit fund superannuation fund as per rules of the Company.
- Gratuity not exceeding half a month salary for each completed year of Service.
- Earned Privilege Leave: As per the rules of the Company including leaves encashment.
- Free use of telephone at her residence as well as use of Mobile.

Provided however that the overall remuneration including all the perquisites shall not exceeding the limit laid down under Para A of Section II of Part II of Schedule V of the Companies Act, 2013, even if the same is in excess of limits under Regulation 17(6)(e) of the SEBI (LODR) Regulation, 2015."

Provided however that the overall remuneration including all the perquisites shall not exceed the limits laid down under provisions of Para A of Section II of Part II of Schedule V of the Companies Act of 2013, even if the same is in excess of limits under Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015;

RESOLVED FURTHER THAT the extent and scope of salary and perquisites as specified in this resolution may be altered or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Whole Time Director without the matter being referred to the Company in General Meeting again;

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable and expedient to give effect to this resolution."

ITEM NO. 30

TO APPROVE APPOINTMENT OF MR. SAIKIRAN SALADI (DIN:06958710) AS AN ADDITIONAL DIRECTOR IN THE CAPACITY OF NON-EXECUTIVE INDEPENDENT DIRECTOR:

The Chairman to inform the Board that for the purpose of strengthening the Board Composition there is a requirement of appointing new independent Director on the Board of the Company who can provide his valuable knowledge towards the growth of the Company. The Nomination and Remuneration Committee based on the Nomination and Remuneration policy identify certain criteria to be possessed by the Independent Director of the Company. Based on the recommendation of Nomination and Remuneration Committee, the Chairman to propose the name of Mr. Saikiran Saladi (DIN: 06958710) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. August 07,2026. Mr. Saikiran Saladi has given his consent to act as Independent Director of the Company.

Based on the evaluation of directors carried out during his term as Independent Director, the Nomination and Remuneration Committee, the Board recommended the appointment of Mr. Saikiran Saladi as an Independent Director of the Company.

The Board to consider and pass following resolution with or without modification(s):

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), based on the recommendation of the Nomination & Remuneration Committee, the consent of the Board of Directors be and is hereby accorded for appointment of Mr. Saikiran Saladi (DIN: 06958710) as an Additional Director in the capacity of an Independent Director of the Company w.e.f. August 07,2026, who has given his consent and submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act who shall holds office for a period of two years with effect from August 07,2026 subject to approval of the members of the Company by way of special resolution in accordance with rule 2A of Listing regulation**."**.

"RESOLVED FURTHER THAT Mr. Ashok Motiani, Managing Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."