

1st December 2025

**BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai- 400001**

**National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051**

Scrip code: 511742

NSE Symbol: UGROCAP

Dear Sir/ Madam,

Subject: Outcome of the Investment and Borrowing Committee Meeting

With reference to intimation filed by the Company dated 26th November 2025 and pursuant to the provisions of Regulation 30 read with Regulation 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby inform you that the Investment and Borrowing Committee of the Board of Directors of the Company ("Committee") at its meeting held today, i.e. Monday, 1st December 2025 has, inter alia, approved the issuance up to 75,000 (Seventy Five Thousand) listed, rated, senior, secured, transferable, redeemable, Non-Convertible Debentures denominated in Indian Rupees ("INR"), each having face value of INR 10,000/- (Indian Rupees Ten Thousand) aggregating up to INR 75,00,00,000/- (Indian Rupees Seventy Five Crores) ("Base Issue Size") (the "Issue") with an option to retain oversubscription up to 75,000 (Seventy Five Thousand) listed, rated, senior, secured, transferable, redeemable, Non-Convertible Debentures having a face value of INR 10,000/- (Indian Rupees Ten Thousand) each, aggregating up to INR 75,00,00,000/- (Indian Rupees Seventy Five Crores) ("Green Shoe Option") in dematerialised form, on a private placement basis as per the terms agreed between the Company and investors and such particulars as furnished in "Annexure".

The meeting of the Committee commenced at 13:00 p.m. and concluded at 13:30 p.m.

This is for your information and records.

The aforesaid information is being made available on the Company's website at www.ugrocapital.com

Thanking You,

Yours Faithfully,
For UGRO Capital Limited

Satish Kumar
Company Secretary and Compliance Officer
Encl: a/a

UGRO CAPITAL LIMITED

Registered Office Address: Equinox Business Park, Tower 3, 4th Floor, LBS Road, Kurla (West), Mumbai - 400070

CIN: L67120MH1993PLC070739

Telephone: +91 22 41821600 | **E-mail:** info@ugrocapital.com | **Website:** www.ugrocapital.com

Annexure

Sr. No.	Particulars	Details
1	Type of securities	Listed, Rated, Senior, Secured, Transferable, Redeemable, Non-Convertible Debentures
2	Type of issue	Private Placement
3	Size of Issue	Up to INR 75,00,00,000/- (Base Issue) with an option to retain oversubscription of upto INR 75,00,00,000/- (Green Shoe Option)
4	Listing	To be listed on BSE Limited
5	Tenure of instrument	42 (forty-two) months from the Deemed Date of Allotment
6	Date of allotment	10-12-2025 (Tentative)
7	Date of maturity	10-06-2029 (Tentative)
8	Coupon/interest offered	9.99% per annum payable monthly
9	Schedule of Payment of coupon/interest and principal	Interest – Payable on a monthly basis Redemption – Redemption on date of maturity
10	Charge/Security	Secured by a first ranking, exclusive and continuing charge basis by way of hypothecation in favour of the Debenture Trustee for the benefit of the Debenture Holders over all loan receivables, present and future, of the Issuer. The Company has to maintain the value of the security at least 1.10 time or 110% of the aggregate amount of outstanding NCDS at all times. Further, the security cover of at least 1.10 time or 110% should be provided against the amounts of principal and accrued interest of NCD.
11	Special right/interest/privileges attached to the instrument and changes thereof	Nil
12	Delay in payment of interest / principal redemption from the due date or default in payment of interest / principal;	Coupon rate plus 2.0% (Two Percent) per annum.
13	Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning	Nil

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	the security and /or the assets along with its comments thereon, if any;	
14	Details of redemption of debentures	Debentures shall be redeemed at par upon the relevant Maturity Date
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	N.A.

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