

**2<sup>nd</sup> August 2023**

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

**Symbol: UGROCAP**

**Subject: Machine Readable Form / Legible copy of Unaudited Financial Results for the quarter ended 30<sup>th</sup> June 2023 along with the Limited Review Report.**

Dear Sir/ Madam,

As requested by your good office, we are again enclosing herewith a copy of the machine-readable form / legible copy of the Unaudited Financial Results for the quarter ended 30<sup>th</sup> June 2023 along with the Limited Review Report.

Yours faithfully,  
**For UGRO Capital Limited**

**Namrata Sajnani**  
**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](http://www.ugrocapital.com)

**Independent Auditor's Review Report on unaudited financial results for the quarter ended June 30, 2023 of UGRO Capital Limited pursuant to the Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

**To the Board of Directors  
UGRO Capital Limited**

1. We have reviewed the accompanying statement of unaudited financial results of UGRO Capital Limited ('the Company') for the quarter ended June 30, 2023 ('the Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52 read with Regulation 63(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Regulations').
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 'Interim Financial Reporting' ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with relevant rules issued thereunder and other recognized accounting principles generally accepted in India and in compliance with the Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act read with relevant rules issued thereunder and other recognized accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of the Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For M S K A & Associates**  
Chartered Accountants  
ICAI Firm Registration Number: 105047W

*Swapnil Kale*  
Swapnil Kale  
Partner

Membership Number: 117812  
UDIN: 23117812BGXNAS4625



Mumbai  
August 01, 2023

**UGRO CAPITAL LIMITED**

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

CIN:L67120MH1993PLC070739

**Statement of Unaudited Financial Results for the Quarter Ended June 30, 2023**

(Rupees in lakh)

Sr. No.	Particulars	Quarter Ended			Year Ended
		June 30, 2023	March 31, 2023	June 30, 2022	March 31, 2023
		Reviewed	Audited#	Reviewed	Audited
	Revenue from operations				
1	(a) Interest income	16,149.85	14,111.43	9,298.97	48,291.34
	(b) Net gain / (loss) on derecognition of financial instruments under amortised cost category	4,383.66	6,237.49	2,045.72	15,407.22
	(c) Fees and commission income	793.80	548.37	345.16	1,946.81
2	Other income	507.59	818.97	482.46	2,730.91
3	<b>Total income (1+2)</b>	<b>21,834.90</b>	<b>21,716.26</b>	<b>12,172.31</b>	<b>68,376.28</b>
	(a) Finance cost	9,268.68	9,036.79	5,280.69	29,327.40
4	(b) Net loss on fair value changes	0.50	481.44	-	640.11
	(c) Impairment on financial instruments	2,093.12	1,746.73	935.42	5,679.99
	(d) Employee benefits expense	3,693.30	4,014.10	2,918.69	14,071.48
	(e) Depreciation, amortisation and impairment	755.14	622.83	177.03	1,763.74
	(f) Other expenses	2,459.91	2,448.23	1,821.95	8,510.72
	<b>Total expense</b>	<b>18,270.65</b>	<b>18,350.12</b>	<b>11,133.78</b>	<b>59,993.44</b>
5	<b>Profit before tax (3-4)</b>	<b>3,564.25</b>	<b>3,366.14</b>	<b>1,038.53</b>	<b>8,382.84</b>
	Tax expense				
6	(a) Current tax	736.84	831.26	335.72	2,298.62
	(b) Deferred tax	303.51	851.99	(31.43)	1,828.08
	(c) Excess/Short provision of tax of earlier years	0.31	278.50	-	278.50
	<b>Total tax expense (a+b+c)</b>	<b>1,040.66</b>	<b>1,961.75</b>	<b>304.29</b>	<b>4,405.20</b>
7	<b>Profit for the period (5-6)</b>	<b>2,523.59</b>	<b>1,404.39</b>	<b>734.24</b>	<b>3,977.64</b>
8	<b>Other comprehensive income</b>				
	<b>Items that will not be reclassified to profit and loss</b>				
	Remeasurements of the defined benefit obligations	(7.61)	(23.78)	6.42	(24.03)
	Income tax relating to items that will not be reclassified to profit and loss	2.22	6.93	(1.87)	7.00
	<b>Items that will be reclassified to profit and loss</b>				
	The effective portion of gains and (loss) on hedging instrument in a cash flow hedge	(618.35)	91.69	56.82	45.33
	Income tax relating to items that will be reclassified to profit and loss	180.06	(26.70)	(16.55)	(13.20)
	<b>Total other comprehensive income (Net of Tax)</b>	<b>(443.68)</b>	<b>48.14</b>	<b>44.82</b>	<b>15.10</b>
9	<b>Total comprehensive income (7+8)</b>	<b>2,079.91</b>	<b>1,452.53</b>	<b>779.06</b>	<b>3,992.74</b>
10	Paid up equity share capital (Face value of Rs. 10 each)	9,119.51 *	6,932.11	7,055.94	6,932.11
11	<b>Earnings per share (Face Value of Rs. 10 each)</b>				
	Basic (in rupees)	3.06	2.03	1.04	5.69
	Diluted (in rupees)	3.04	2.02	1.03	5.66
		Not annualised	Not annualised	Not annualised	

\* Refer Note no 10 and 11

# Refer Note no 12



**Notes to the Statement of Unaudited Financial Results for the Quarter Ended  
June 30, 2023**

1. UGRO Capital Limited ("the Company") is a Non-Deposit taking Systemically Important Non-Banking Financial Company ("NBFC-ND-SI") registered with the Reserve Bank of India ("the RBI") and classified as NBFC- Middle Layer under the Scale Based Regulation (SBR): A Revised Regulatory Framework for NBFCs dated October 22, 2021 issued by RBI.
2. The above unaudited financial results for the quarter ended June 30, 2023 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at their respective meetings held on August 01, 2023. The above results have been subjected to limited review by the statutory auditor of the Company.
3. These financial results have been prepared in accordance with the recognition and measurement principles as laid down in the Indian Accounting Standard ("IND AS")- 34- Interim Financial Reporting as prescribed under section 133 of the Companies Act 2013 (the "Act") read with relevant rules issued thereunder and in compliance with the requirements of Regulation 33 and Regulation 52 read with Regulation 63(2) of the Securities and Exchange Board of India ("SEBI") Listing Obligations and Disclosure Requirements ("LODR") Regulations, 2015 as amended from time to time.
4. The Company is engaged primarily in the business of financing and there are no separate reportable segments, as per the IND AS 108 "Operating Segments" specified under Section 133 of the Act. The Company operates in a single segment only. There are no operations outside India and hence, there are no reportable geographical segments.
5. Disclosures pursuant to Master Direction – Reserve Bank of India (Transfer of Loan Exposures) Directions, 2021 issued by the Reserve Bank of India ("RBI") vide their Notification No. RBI/DOR/2021-22/86 Master Direction DOR.STR.REC.51/21.04.048/2021-22 dated September 24, 2021 (the "Notification").

- a. Details of transfer through Assignment in respect of loans not in default during the quarter ended June 30, 2023\*

Sr.No.	Particulars	To Banks / NBFCs
i.	Aggregate principal outstanding of loans transferred through assignment (Rs. in Lakh)	12,076.69
ii.	Aggregate consideration received (Rs. in Lakh)	12,076.69
iii.	Weighted average Maturity of Loans (in years)	4.39
iv.	Weighted average Holding period of Loans (in years)	0.95
v.	Retention of Beneficial economic interest (in %)	10.00%
vi.	Coverage of Tangible security Coverage (in %) **	246.67%
vii.	Rating- wise distribution of rated loans	Non- Rated



Note

\* The above table does not include loans transferred by the Company through Co-Lending arrangements.

\*\* For computation of coverage of Tangible Security coverage ratio, the Company has considered only the secured loans.

b. The Company has not acquired loans not in default during the quarter ended June 30, 2023.

c. The Company has neither transferred nor acquired any stressed loans during the quarter ended June 30, 2023.

d. The rating wise distribution of Security Receipts (SRs) held by the Company as on June 30, 2023 is given below:

Ratings	Rating Agency	Amount (in INR Lakh)
IVR RR1	Infomerics Valuation and Ratings Private Limited	943.44
BW RR3	Brick Works Rating India Private Limited	804.98

6. During the quarter ended June 30, 2023, the Company has transferred loans amounting to Rs. 36,978.96 lakh through Co-lending arrangements to the respective participating banks under circular no. RBI/2020-21/63 FIDD.CO.Plan.BC.No.8/04.09.01/2020-21, dated November 05, 2020 pertaining to Co-Lending by Banks and NBFCs to Priority Sector which are akin to Direct assignment transaction.
7. All secured Non-Convertible Debentures ("NCDs") issued by the Company are secured by way of an exclusive charge on receivables to the extent as stated in the respective offer document, term sheet and debenture trust deed (together referred to as "transaction documents"). Further the Company has maintained asset cover as stated in the transaction documents which is sufficient to discharge the principal amount at all times for the said NCDs.
8. An Employee Benefit Trust viz. "UGRO Employee Benefit Trust" ("Trust") has been constituted pursuant to the "UGRO Capital Employee Benefit Scheme-2022" ("the Scheme"), who holds the shares of the Company for the purpose of extending benefits of the Scheme to the Employees. The Trust is responsible for the purchase of shares of the Company from the secondary market for the purpose of this scheme. The Trust is treated as an extension of the Company, hence the shares held by the Trust are treated as treasury shares. Own equity instruments so reacquired (treasury shares) are recognised at face value and deducted from Equity Share Capital to the tune of Rs. 123.83 lakh. The amount received in excess of the face value is deducted from the Securities Premium Account. Pursuant to the same, the Company has granted 11,11,929 options on October 10, 2022. During the quarter ended June 30, 2023, there has been no secondary market acquisition by the trust.
9. During the quarter ended June 30, 2023, the Company has issued and allotted 24,615 equity shares on May 26, 2023 of face value of Rs. 10 per share at a premium of Rs. 120 per share pursuant to the exercise of options under the CSL Employee Stock Option Scheme 2017.
10. The Company has successfully raised equity share capital through Qualified Institutions Placement (QIP) in April 2023. The issue opened on April 10, 2023, closed on April 13, 2023, and Rs. 10,049.21 lakh was raised in lieu of the same. The Company issued and allotted 66,11,325 equity shares (face value of Rs. 10 per share) at a premium of Rs. 142 per share. These shares were allotted on April 13, 2023.



11. The Company has also successfully raised equity share capital through Preferential Issue to the tune of Rs. 24,000 lakh from Danish Sustainable Development Goals Investment Fund K/S represented by Investment Fund for Developing Countries. The said issue had been approved by the Board on April 11, 2023 and the shareholders through postal ballot on May 11, 2023. The Company issued and allotted 1,52,38,095 equity shares (face value of Rs. 10 per share) at a premium of Rs. 147.50 per share. These shares were allotted on May 17, 2023.
12. The figures for the quarter ended March 31, 2023 are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of third quarter of the respective financial year, which were subjected to Limited Review.
13. Information as required by Regulations 52(4) of the SEBI Listing Obligations and Disclosure Requirements ("LODR") Regulations, 2015 as amended, is attached as Annexure 1.
14. Previous period/ year figures have been regrouped/ rearranged wherever necessary, to conform with the current period presentation.



**For and on behalf of Board of Directors of  
UGRO CAPITAL LIMITED**

A handwritten signature in blue ink, appearing to read 'Shachindra Nath', with a long horizontal stroke extending to the right.

**Shachindra Nath**  
Vice Chairman & Managing Director  
DIN: 00510618  
Mumbai  
August 01, 2023

Annexure 1

Disclosures in compliance with Regulations 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as at and for the quarter ended June 30, 2023:

<b>Sr. No</b>	<b>Particulars</b>	<b>Ratios</b>
1	Debt - Equity Ratio <sup>1</sup>	2.50
2	Debt Service Coverage Ratio <sup>2</sup>	Not Applicable
3	Interest Service Coverage Ratio <sup>2</sup>	Not Applicable
4	Outstanding redeemable preference shares (quantity and value)	Nil
5	Capital redemption reserve (Rs. in Lakh) <sup>3</sup>	Not Applicable
6	Debenture redemption reserve (Rs. in Lakh) <sup>3</sup>	Not Applicable
7	Net worth <sup>4</sup> (Rs. in Lakh)	1,33,733.99
8	Net profit after Tax (Rs. in Lakh)	2,523.59
9	Current ratio <sup>2</sup>	Not Applicable
10	Long term debt to working capital <sup>2</sup>	Not Applicable
11	Bad debts to Account receivable ratio <sup>2</sup>	Not Applicable
12	Current liability ratio <sup>2</sup>	Not Applicable
13	Total debts to total assets <sup>5</sup>	0.69
14	Debtors turnover <sup>2</sup>	Not Applicable
15	Inventory turnover <sup>2</sup>	Not Applicable
16	Operating margin (%) <sup>2</sup>	Not Applicable
17	Net profit margin (%) <sup>6</sup>	11.56%
18	Sector specific equivalent ratios	
	a. Gross Stage 3 <sup>7</sup>	2.67%
	b. Net Stage 3 <sup>8</sup>	1.45%
	c. Capital to risk-weighted assets <sup>9</sup>	26.56%



Notes -

1. Debt - Equity Ratio = (Debt securities + Borrowings (other than debt securities)) / Total Equity.
2. The above-mentioned ratios are not relevant as the company is engaged in financing activities.
3. Capital redemption Reserve / Debenture redemption reserve is not required in respect of privately/publicly placed debentures in terms of Rule 18(7)(b)(iii) of Companies (Share Capital and Debentures) Rules, 2014.
4. Net worth = Equity Share Capital + Other Equity
5. Total debts to total assets = (Debt securities + Borrowings (other than debt securities)) / Total Assets
6. Net profit margin = Net profit after tax / total income
7. Gross Stage 3 = Gross Stage 3 Loans Exposure at Default (EAD) / Gross Total Loans EAD
8. Net Stage 3 = (Gross Stage 3 Loans EAD - Impairment loss allowance for Stage 3) / (Gross Total Loans EAD - Impairment loss allowance)
9. Capital to risk-weighted assets is calculated as per the RBI guidelines.

