

05<sup>th</sup> September 2025

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

**National Stock Exchange of India Limited**  
**Exchange Plaza, 5<sup>th</sup> 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 02<sup>nd</sup> September 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. Friday, 05<sup>th</sup> September 2025 has, inter alia, approved the issuance of up to 10,000 (Ten Thousand) unsecured, rated, subordinated, listed, taxable, redeemable, Non-Convertible Debentures denominated in Indian Rupees ("INR"), each having face value of INR 1,00,000/- (Indian Rupees One Lakh) aggregating up to INR 1,00,00,00,000/- (Indian Rupees One Hundred Crores) (“**Base Issue Size**”) (the “**Issue**”) with an option to retain oversubscription up to 10,000 (Ten Thousand) unsecured, rated, subordinated listed, taxable, redeemable, Non-Convertible Debentures having a face value of INR 1,00,000/- (Indian Rupees One Lakh) each, aggregating up to INR 1,00,00,00,000/- (Indian Rupees One Hundred Crores) (“**Green Shoe Option**”) or such other number, face value, amount as may be determined by the Company ("Debentures") on a private placement basis, as per the particulars furnished in “**Annexure**”.

Further, we would like to inform you that, the Company being a Non-Banking Finance Company, the above Issue is proposed to raise subordinated debt in form of Tier II capital in order to further augment the capital adequacy of the Company in terms of the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023.

The meeting of the Committee commenced at 11:30 a.m. and concluded at 12.30 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](http://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**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Type of securities	Unsecured, rated, subordinated, listed, taxable, redeemable, Non-Convertible Debentures
2	Type of issue	Private Placement
3	Size of Issue	Up to INR 1,00,00,00,000/- (“ <b>Base Issue Size</b> ”) with an option to retain oversubscription upto INR 1,00,00,00,000/- (“ <b>Green Shoe Option</b> ”)
4	Listing	To be listed on BSE Limited
5	Tenure of instrument	66 months (Tentative)
6	Date of allotment	15-09-2025 (Tentative)
7	Date of maturity	15-03-2031 (Tentative)
8	Coupon/interest offered	11.65% p.a. (Tentative)
9	Schedule of Payment of coupon/interest and principal	Interest – Payable on a monthly basis  Redemption – Redemption on date of maturity
10	Charge/Security	Not applicable (Unsecured debentures)
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 the security and /or the assets along with its comments thereon, if any;	Nil
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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