

8th August 2023

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Scrip Code: 511742

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

Dear Sir,

Sub: Proceedings of the 30th Annual General Meeting held on Tuesday, 8th August, 2023

We wish to inform you that the 30th Annual General Meeting (AGM) of UGRO Capital Limited was held on 8th August, 2023 at 03.30 P.M (IST) at BSE International Convention Hall, 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai, Maharashtra 400001.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Proceedings of the 30th AGM as 'Annexure'.

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company will disclose the combined results of e- voting and voting at AGM along with the consolidated Scrutinizer's Report to the stock exchanges within due course of time.

The meeting commenced at 03:41 p.m. and concluded at 05.35 p.m.

You are requested to kindly take the same on record.

The proceeding of the AGM is being made available on the Company's website at www.ugrocapital.com

Thanking you,

Yours faithfully,
For UGRO Capital Limited

Namrata Sajnani
Company Secretary and Compliance Officer

Encl: a/a

UGRO CAPITAL LIMITED

‘Annexure’

Summary of proceedings of the 30th Annual General Meeting of UGRO Capital Limited

The 30th Annual General Meeting (‘AGM’) of the Members of UGRO Capital Limited (‘the Company’) was held on Tuesday, 8th August, 2023 at 03.30 P.M (IST) at BSE International Convention Hall, 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai, Maharashtra 400001. The meeting was held in compliance with the applicable provisions of the Companies Act, 2013, the Rules made thereunder, and circulars issued by the Ministry of Corporate Affairs (‘MCA’)/the Securities and Exchange Board of India (‘SEBI’).

DIRECTORS AND OTHERS IN ATTENDANCE	
Mr. Satyananda Mishra	Non-Executive Chairman, and Independent Director
Mr. Shachindra Nath	Vice Chairman and Managing Director
Mr. Karuppasamy Singam	Independent Director
Mr. Karnam Sekar	Independent Director and Chairman of Risk Management Committee
Mr. Hemant Bhargava	Independent Director and Chairman of Audit Committee
Mr. Rajeev Agarwal	Independent Director and Chairman of Nomination and Remuneration Committee and Stakeholders Relationship Committee
Mr. Kishore Lodha	Chief Financial Officer
Mr. Anuj Pandey	Chief Risk Officer
Mr. Amit Mande	Chief Revenue Officer
Mr. Sunil Lotke	Chief Legal and Compliance Officer
Ms. Namrata Sajnani	Company Secretary and Compliance Officer

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

Other Representatives

Mr. Prateek Khandelwal, Associate Partner and Mr. Dhruvin Chedda, Associate Director representatives of M/s MSKA & Associates, outgoing Statutory Auditors of the Company

Mr. Parthiv Desai, Partner and representative of M/s Sharp and Tanan Associates, proposed Statutory Auditors of the Company

Mr. Pankaj Kumar Nigam, Scrutinizer and Secretarial Auditor of the Company
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Quorum of the meeting

A total of 70 members were present

Mr. Satyananda Mishra, Non- Executive Chairman chaired the meeting. The Chairman informed that the annual general meeting is being held in physical mode in accordance the applicable provisions of the Companies Act, 2013 and relevant circulars issued by the Ministry of Corporate Affairs and SEBI. The requisite quorum being present, the Chairman called the meeting to order. The abovementioned Directors attended the meeting. Mr. Mishra welcomed all shareholders, auditors and other invitees delivered his opening remarks and requested Mr. Shachindra Nath, Vice Chairman and Managing Director to take the meeting forward.

Mr. Nath along with the Officials of the Company viz. Mr. Anuj Pandey, Chief Risk Officer, Mr. Amit Mande, Chief Revenue Officer and Mr. Kishore Lodha, Chief Financial Officer of the Company presented the operational and financial highlights of the Company for the financial year ended March 31, 2023. Mr. Nath informed the Members that the requisite Statutory Registers and other documents referred to in the Notice of AGM are available for inspection by the Members.

Mr. Nath informed the members that as per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to all the Members through Central Depository Services (India) Limited to vote on all the resolutions proposed to be passed at the Meeting.

The cut-off date for determining the Members who are entitled to vote through e-voting facility as well as voting at the meeting was Tuesday, 1st August 2023. The e-voting period commenced at 9.00 a.m. on Saturday, 5th August 2023 and ended at 5.00 p.m. on Monday, 7th August 2023. Members holding shares as on the cut-off date, who have not cast their vote electronically were requested to cast their vote through ballot paper at the AGM on all resolutions set forth in the Notice of AGM dated 18th May 2023.

Mr. Nath confirmed that the reports of the Statutory Auditors and Secretarial Auditors were unqualified and without any observations and the same were taken as read. The Shareholders were provided a facility to ask questions or express their views. Clarifications were provided to the queries raised by the members.

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The Board of Directors had appointed M/s Pankaj Nigam and Associates, Practicing Company Secretaries, as the Scrutinizer to supervise the remote e-voting process and voting at AGM. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company. The details of the voting results (remote e-voting and voting at the AGM) on all the resolutions as set out in the Notice of AGM along with the consolidated Scrutinizer's Report will be disseminated to the exchanges and will be placed on the Company's website, in due course.

This is for your information and records.

Thanking you,

For UGRO Capital Limited

Namrata Sajnani
Company Secretary and Compliance Officer

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