9th December, 2022

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

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

NSE Symbol: UGROCAP

Dear Sir/ Madam,

Subject: Outcome of the Investment and Borrowing Committee Meeting

With reference to our letter dated 6th December, 2022 and pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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, 9th December, 2022 has, inter alia, approved an issuance of 250 (Two Hundred and Fifty) rated, senior, secured, listed, transferable, redeemable, principal protected market linked non-convertible debentures denominated in Indian Rupees, each having a face value of INR 10,00,000 (Indian Rupees Ten Lakh) and an aggregate face value of INR 25,00,00,000 (Indian Rupees Twenty Five Crore) being offered at discount (with an issue price of INR 9,27,000 (Indian Rupees Nine Lakh Twenty Seven Thousand Only) per Debenture) on a private placement basis (the "Issue").

The meeting of the Committee commenced at 03:00 p.m. and concluded at 03.45 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

NAMRATA SAJNANI
Digitally signed by NAMRATA SAJNANI
Date: 2022.12.09 15:50:31 +05'30'

Namrata Sajnani
Company Secretary and Compliance Officer
Encl: a/a

Annexure A

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1</td><td>Type of securities</td><td>Senior, Secured, Rated, Listed, Redeemable, Taxable Principal Protected, Market Linked (PP-MLD) Non-Convertible Debentures, Issued at discount.</td></tr>
<tr><td>2</td><td>Type of issue</td><td>Private Placement</td></tr>
<tr><td>3</td><td>Size of Issue</td><td>INR 25,00,00,000 (Indian Rupees Twenty Five Crores)</td></tr>
<tr><td>4</td><td>Listing</td><td>The Debentures are proposed to be listed on:
BSE Limited</td></tr>
<tr><td>5</td><td>Tenure of instrument</td><td>40 months</td></tr>
<tr><td>6</td><td>Date of allotment</td><td>15-12-2022 (tentative)</td></tr>
<tr><td>7</td><td>Date of maturity</td><td>15-04-2026</td></tr>
<tr><td>8</td><td>Coupon/interest offered</td><td>Coupon is linked to the performance of Underlying / Reference Index, as specified in table below
<table>
<tr><th>Scenario</th><th>Coupon Rate (per annum compounded monthly payable at maturity)</th></tr>
<tr><td>If Final Fixing Level > 75% of Initial Fixing Level (Scenario 1)</td><td>10%</td></tr>
<tr><td>If Final Fixing Level <= 75% of Initial Fixing Level and Final Fixing Level >25% of Initial Fixing Level (Scenario 2)</td><td>9.95%</td></tr>
<tr><td>If Final Fixing Level <= 25% of Initial Fixing Level (Scenario 3)</td><td>0%</td></tr>
</table></td></tr>
<tr><td>9</td><td>Schedule of Payment of coupon/interest and principal</td><td>Subject to the terms of the DTD, the Interest Amounts in respect of the Debentures and the amounts in respect of the redemption of the Debentures will be payable on the Final Redemption Date.</td></tr>
<tr><td>10</td><td>Charge/Security</td><td>A security cover of 1.10x (One Decimal Point Ten Times) the value of the outstanding principal amounts of the Debentures and outstanding accrued interest</td></tr>
</table>

		shall be maintained at all times until the redemption of the Debentures. .
11	Special right/interest/privileges attached to the instrument and changes thereof	The details of the rights of the debenture holders are/will be set out in the DTD.
12	Delay in payment of interest / principal redemption from the due date or default in payment of interest / principal;	In case of default in payment of interest and / or principal redemption on the due dates, additional interest @ 3% p.a. over the Coupon Rate will be payable by the Issuer for the defaulting period.
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	Debenture will be redeemed at Par i.e. Rs. 10,00,000/- being face value of each NCD on the maturity date.
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	N.A.