

11th February 2026

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, 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

Symbol: UGROCAP

Sub: Allotment of equity shares pursuant to conversion of Compulsorily Convertible Debentures (CCDs)

Ref: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), dated June 20, 2025, filed along with outcome of the Board Meeting held on June 20, 2025, and further disclosure dated October 09, 2025.

Dear Sir/Madam,

This is in furtherance to the disclosures dated June 20, 2025, and further disclosure dated October 09, 2025, submitted with the stock exchanges with respect to the capital raise made by the Company in October 2025, to the extent of INR 534.64 crores by way of issuance and allotment of Compulsory Convertible Debentures (“CCDs”) to various identified allottees through preferential allotment. As per the terms and conditions of the issuance of the Securities, each security shall be convertible into one equity share having a face value of Rs. 10 per equity share at a conversion price of Rs. 185 which includes a premium of Rs. 175 per equity share.

This is to inform you that pursuant to the conversion/ exercise notice received from the holder/s of the CCDs, the Securities Allotment & Transfer Committee of the Board of Directors of the Company has, today, i.e. Wednesday, 11th February 2026, vide a resolution passed by circulation, approved the allotment of 91,887 Equity Shares, having a face value of Rs. 10/- each to the holder/s of CCDs who have exercised conversion of the CCDs. The said equity shares shall rank pari-passu with the existing equity shares of the Company in all respects.

Pursuant to the aforesaid allotment, the issued, subscribed and paid-up equity share capital of the Company stands increased from 15,51,96,436 equity shares of Rs.10/- each amounting to Rs. 1,55,19,64,360 to 15,52,88,323 equity shares of Rs.10/- each amounting to Rs. 1,55,28,83,230.

We request you to take the above on record as updated details as required under Regulation 30 of the SEBI LODR Regulations read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, and the same be treated as compliance under the applicable provisions of the SEBI LODR Regulations, as amended.

This is for your information and records.

Thanking you,
For UGRO Capital Limited

Satish Kumar
Company Secretary and Compliance Officer

UGRO CAPITAL LIMITED

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