

June 17, 2025

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Listing Department
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: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

This is in furtherance to our earlier disclosure dated May 20, 2025 w.r.t. issuance of Notice of Postal Ballot (**Notice**) for seeking approval from the Members of the Company by way of Special Resolutions.

We would like to inform that, with respect to Item no. 1 of the Notice with respect to issuance of Compulsorily Convertible Debentures (CCDs) on preferential basis to the Identified Investors, the object of the said Preferential Issue was proposed as under:

“The Company shall utilize at least 75% of the proceeds of the preferential issue towards augmenting the capital base of our Company and resources for meeting funding requirements for our Company’s business activities including onward lending and 25% of the proceeds of the preferential issue towards general corporate purposes, within one year from the receipt of the funds.”

In this regard, the Company would like to inform that, the Board of Directors of the Company, at its meeting held on June 17, 2025, has approved a proposed acquisition transaction, details of which are given in the outcome of board meeting dated June 17, 2025 filed by the Company with the stock exchanges. In order to fund and facilitate the proposed acquisition transaction and in light of the consequent change in the object of the Preferential Issue, the Board has, in the same meeting, rescinded the earlier approval accorded by the Board for the Preferential Issue including related matters and accordingly, has approved withdrawal of the postal ballot notice dated May 20, 2025 immediate effect, issued to the shareholders of the Company.

Accordingly, the ongoing e-voting for the Notice dated May 20, 2025, will discontinue with immediate effect and EVEN (133771) will be cancelled.

Further, we would like to inform you that, another Board Meeting would be convened on June 20, 2025 to approve the revised preferential allotment of compulsory convertible debentures which would include the object of using the proceeds for funding the above acquisition and upon approval of the Board a fresh postal ballot notice would be issued for seeking approval of the shareholders with revised terms and conditions.

You are requested to kindly take the same on record.

The above information is also available on the Company's website at www.ugrocapital.com

Thanking you,

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

Yours faithfully,
For UGRO Capital Limited

Satish Kumar
Company Secretary and Compliance Officer

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