

17th December 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, 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

NSE Symbol: UGROCAP

Dear Sir/ Madam,

Subject: Outcome of the Investment and Borrowing Committee Meeting

With reference to intimation filed by the Company dated 12th December 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. Wednesday, 17th December 2025 has, inter alia, approved the issuance up to 2,00,00,00,000/- (Two Hundred Crores) listed, rated, senior, secured/ unsecured, transferable, redeemable, Non-Convertible Debentures denominated in Indian Rupees ("INR") ("Base Issue Size") (the "Issue") with an option to retain oversubscription up to 5,00,00,00,000/- (Five Hundred Crores) listed, rated, senior, secured/ unsecured, transferable, redeemable, Non-Convertible Debentures ("Green Shoe Option") in dematerialised form, on a private placement basis, in one or more tranches, as per the indicative terms furnished in "Annexure" subject to finalisation between the Company and investors.

The meeting of the Committee commenced at 03:00 p.m. and concluded at 03:40 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

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

Sr. No.	Particulars	Details			
1	Type of securities	Series 1 Listed, Rated, Senior, Secured, Transferable Redeemable, Non-Convertible Debentures	Series 2 Listed, Rated, Senior, Secured, Transferable, Redeemable, Non-Convertible Debentures	Series 3 Listed, Rated, Senior, Secured, Transferable, Redeemable, Non-Convertible Debentures	Series 4 Listed, Rated, Senior, Unsecured, Transferable, Redeemable, Non-Convertible Debentures
2	Type of issue	Private Placement			
3	Size of Issue	Series 1 Up to INR 50,00,00,000/- ("Base Issue Size") with an option to retain oversubscription upto INR 1,50,00,00,000/- ("Green Shoe Option")	Series 2 Up to INR 50,00,00,000/- ("Base Issue Size") with an option to retain oversubscription upto INR 50,00,00,000/- ("Green Shoe Option")	Series 3 Up to INR 50,00,00,000/- ("Base Issue Size") with an option to retain oversubscription upto INR 1,50,00,00,000/- ("Green Shoe Option")	Series 4 Up to INR 50,00,00,000/- ("Base Issue Size") with an option to retain oversubscription upto INR 1,50,00,00,000/- ("Green Shoe Option")
4	Listing	To be listed on BSE Limited			
5	Tenure of instrument	Series 1 24 months (Tentative)	Series 2 24 months (Tentative)	Series 3 13 months (Tentative)	Series 4 24 months (Tentative)
6	Date of allotment	Series 1 24-12-2025 (Tentative)	Series 2 24-12-2025 (Tentative)	Series 3 24-12-2025 (Tentative)	Series 4 24-12-2025 (Tentative)
7	Date of maturity	Series 1 24-12-2027 (Tentative)	Series 2 24-12-2027 (Tentative)	Series 3 24-01-2027 (Tentative)	Series 4 24-12-2027 (Tentative)
8	Coupon/interest offered	Series 1 To be decided	Series 2 9.75% (Tentative)	Series 3 To be decided	Series 4 To be decided
9	Schedule of Payment of coupon/interest and principal	Interest – Payable on a quarterly basis (Tentative) Redemption – Redemption on date of maturity (Tentative)			

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

10	Charge/Security	Series 1	Series 2	Series 3	Series 4
		1.1x Security Cover	Assignment of Right to receive sale consideration of Enforceable Properties (EP) & 1.1x Security Cover	Pledge of the Investments/shares held by the Company. Security Cover as mutually agreed.	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 subject to early redemption, if any as per the terms of issuance.			
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	N.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