

17<sup>th</sup> December 2025

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

**National Stock Exchange of India Limited**  
**Exchange Plaza, 5<sup>th</sup> 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 LODR Regulations dated May 02, 2024, filed along with outcome of the Board Meeting held on May 02, 2024, and further disclosures dated June 06, 2024, and June 18, 2024.**

**Allotment of equity shares pursuant to conversion of Compulsorily Convertible Debentures (CCDs) filed on 05<sup>th</sup> December 2025**

Dear Sir/Madam,

This is in furtherance to the disclosures dated May 02, 2024, and further disclosures dated June 06, 2024, and June 18, 2024 submitted with the stock exchanges with respect to the capital raise made by the Company in June 2024, to the extent of INR 1,265 crores by way of issuance and allotment of Compulsory Convertible Debentures (“CCDs”) and Convertible Warrants (“Warrants”) (collectively referred to as “**Securities**”) 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. 264 which includes a premium of Rs. 254 per equity share.

This is to inform you that the CCDs issued by the Company had a tenure of 18 (eighteen) months from the date of allotment and with reference to the CCDs allotted on 18<sup>th</sup> June 2024, the said tenure has now expired in accordance with the terms of issuance, thereby triggering the mandatory conversion of the CCDs into equity shares of the Company. Accordingly, the Securities Allotment & Transfer Committee of the Board of Directors of the Company has, today, i.e. Wednesday, 17<sup>th</sup> December 2025, vide a resolution passed by circulation, approved the allotment of 5,34,088 Equity Shares, having a face value of Rs. 10/- each to the holder/s of 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 15,41,72,665 equity shares of Rs.10/- each amounting to Rs. 1,54,17,26,650 to 15,47,06,753 equity shares of Rs.10/- each amounting to Rs. 1,54,70,67,530.

Further, the 2,04,88,631 Warrants issued on 18<sup>th</sup> June 2024, which had a tenure of 18 (eighteen) months from the date of allotment, where the conversion is not exercised by the warrant holders shall stand lapsed.

Additionally, further to the intimation filed on 05<sup>th</sup> December 2025 regarding the lapse of Warrants issued on 06<sup>th</sup> June 2024, it is hereby clarified that the number of Warrants lapsed was inadvertently mentioned as 1,76,34,374 due to a typographical error. The correct number of Warrants lapsed is 1,74,54,450.

**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](mailto:info@ugrocapital.com) | **Website:** [www.ugrocapital.com](http://www.ugrocapital.com)

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**

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