

19<sup>th</sup> December 2025

**BSE Limited**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Fort, 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**

**Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

In furtherance to our intimation dated 11<sup>th</sup> August 2025, wherein we had intimated about the in-principle approval from the Board of Directors for appointment of Mr. Ramanathan Subramanian Arun Kumar (DIN: 09101691) as Non-Executive (Nominee) Director to the Board of Directors pursuant to the nomination received from Clearsky Investment Holdings Pte Limited ("Clearsky"), subject to the prior approval of the Reserve Bank of India (RBI).

In this regard, we would like to inform you that RBI has now given its approval for the appointment of Mr. Ramanathan Subramanian Arun Kumar and in consonance with the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors of the Company, on 18<sup>th</sup> December 2025, approved the appointment of Mr. Ramanathan Subramanian Arun Kumar, as an Additional Non-Executive (Nominee) Director, w.e.f. 17<sup>th</sup> December 2025.

Further, in accordance with the circular dated 20<sup>th</sup> June, 2018 issued by the stock exchanges, we hereby confirm that he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

Accordingly, we are enclosing herewith details required under Regulation 30 the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July 2023 for change in Director - as **Annexure A**.

This intimation is also being uploaded on the Company's website ([www.ugrocapital.com](http://www.ugrocapital.com))

Kindly take the above on record.

Yours faithfully,  
**For UGRO Capital Limited**

**Satish Kumar**  
**Company Secretary and Compliance Officer**  
*Encl: a/a*

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**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)

## **Annexure A**

**Details with respect to change of Director of the Company as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July 2023:**

		<b>Mr. Suresh Prabhala</b>
1	<b>Reason for Change viz., appointment, re-appointment, resignation, removal, death or otherwise</b>	Appointment as Additional Non-Executive (Nominee) Director
2	<b>Date of appointment</b>	17 <sup>th</sup> December 2025
3	<b>Brief profile (in case of appointment)</b>	<p>Mr. Ramanathan Subramanian Arun Kumar has over 29 years of experience in the financial service sector. He is currently serving as the Chief Operating Officer and overseeing finance, legal, compliance and overall operations of ClearSky Investment Holdings Pte Limited.</p> <p>Mr. Ramanathan Subramanian Arun Kumar holds an MBA from University of Chicago Booth School of Business and is an Associate Member of the Institute of Chartered Accountants of India.</p>
4	<b>Disclosure of relationships between directors (in case of appointment of a director)</b>	Mr. Ramanathan Subramanian Arun Kumar is not related to any of the Directors of the Company

### **UGRO CAPITAL LIMITED**

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