

21st March 2026

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 18th March 2026 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. Saturday, 21st March 2026 has, inter alia, approved the issuance of Non-Convertible Debentures upto INR 205 Crores, as detailed below, in one or more tranches/ series/ parts as the Company may determine, on a private placement basis as per the terms agreed between the Company and investors and such particulars indicated in “Annexure”:

Sr. No.	Instrument	Type	Size of Issue
1	Non-Convertible Debentures	Listed, Rated, Senior, Secured, Transferable, Redeemable, Non-Convertible Debentures	Upto 1,05,000 listed, rated, senior, secured, transferable, redeemable, Non-Convertible Debentures (“NCDs”) (“Base Issue Size”) having face value of INR 10,000/- (Ten Thousand) with an option to retain oversubscription upto 50,000 (Fifty Thousand) NCDs (“Green Shoe Option”) having face value of INR 10,000/- aggregating up to INR 155,00,00,000/- (“Overall Issue Size”)
2	Non-Convertible Debentures	Unsecured, Rated, Subordinated Listed, Taxable, Redeemable, Non-Convertible Debentures	Upto 4,000 unsecured, rated, subordinated, listed, taxable, redeemable, Non-Convertible Debentures (“Base Issue”) having face value of INR 1,00,000/- with an option to retain oversubscription upto 1,000 NCDs (“Green Shoe Option”) having face value of INR 1,00,000/- aggregating up to INR 50,00,00,000/- (Indian Rupees Fifty Crores Only) (“Overall Issue Size”)

The meeting of the Committee commenced at 11:30 a.m. and concluded at 01:15 p.m.

This is for your information and records.

UGRO CAPITAL LIMITED

Registered Office Address: B-17, Fourth Floor, Art Guild House, Phoenix Market City, Kurla (West), Mumbai- 400070

CIN: L67120MH1993PLC070739

Telephone: +91 22 41821600 | **E-mail:** info@ugrocapital.com | **Website:** www.ugrocapital.com

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

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Annexure

Sr. No.	Particulars	Details	
1	Type of securities	Listed, Rated, Senior, Secured, Transferable, Redeemable, Non-Convertible Debentures	Unsecured, Rated, Subordinated Listed, Taxable, Redeemable, Non-Convertible Debentures
2	Type of issue	Private Placement	Private Placement
3	Size of Issue	Upto 1,05,000 listed, rated, senior, secured, transferable, redeemable, Non-Convertible Debentures (“NCDs”) (“Base Issue Size”) having face value of INR 10,000/- (Ten Thousand) with an option to retain oversubscription upto 50,000 (Fifty Thousand) NCDs (“Green Shoe Option”) having face value of INR 10,000/- aggregating up to INR 155,00,00,000/- (“Overall Issue Size”)	Upto 4,000 unsecured, rated, subordinated, listed, taxable, redeemable, Non-Convertible Debentures (“Base Issue”) having face value of INR 1,00,000/- with an option to retain oversubscription upto 1,000 NCDs (“Green Shoe Option”) having face value of INR 1,00,000/- aggregating up to INR 50,00,00,000/- (Indian Rupees Fifty Crores Only) (“Overall Issue Size”)
4	Listing	To be listed on BSE Limited	
5	Tenure of instrument	12 Months 22 days (twelve months and twenty two days) from the Deemed Date of Allotment. The tenor of the Debentures may be extended only with the prior written consent of the Majority Debenture Holders. Any such extension shall be on	Upto 72 months

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		terms mutually agreed between the Issuer and the Debenture Holders and shall be documented in accordance with applicable law and the Transaction Documents.	
6	Date of allotment	27-03-2026 (Tentative)	27-03-2026 (Tentative)
7	Date of maturity	18-04-2027 (Tentative)	27-03-2032 (Tentative)
8	Coupon/interest offered	9.50% (Nine decimal five zero percent per annum payable monthly)	13.25% (Thirteen decimal two five percent per annum payable semi-annually)
9	Schedule of Payment of coupon/interest and principal	Interest – Payable on a monthly basis Redemption – Redemption on date of maturity	Interest – Payable on a semi-annually basis Redemption– Redemption of 50% at par at the end of 66 months and 50% at par at the end of 72 months.
10	Charge/Security	UGRO Capital Limited (“UGRO”), as the legal and beneficial owner of the equity shares and Receivables shall create security in favour of the Debenture Trustee, acting for the benefit of the Debenture Holders, by way of a first ranking, exclusive and continuing pledge over such Pledged Shares and hypothecation of Receivable , to secure all the outstanding amounts, together with accrued interest, default interest, remuneration of the Debenture Trustee,	Not Applicable

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		costs, charges, expenses and all other monies payable by the Company in respect of the Debentures.	
11	Special right/interest/privileges attached to the instrument and changes thereof	Nil	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.	Coupon rate plus 2.0% (Two Percent) per annum above the Interest Rate on the outstanding principal amount until such default is cured
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	Nil
14	Details of redemption of debentures	Debentures shall be redeemed at par upon the relevant Maturity Date	Redemption of 50% at par at the end of 66 months and 50% at par at the end of 72 months.
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	N.A.	N.A.

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