23rd September 2026

BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai- 400001
Scrip code: 511742

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051
Symbol: UGROCAP

Sub: Voting Results as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the NCLT Convened Meeting of Equity Shareholders held on 22nd September 2026.

Ref: Meeting of Equity Shareholders, Secured Creditors (including Secured Non-Convertible Debentures) and Unsecured Creditors (including Unsecured Non-Convertible Debentures) of the Company held pursuant to the order of the Hon'ble National Company Law Tribunal, Mumbai Bench (the "Tribunal") dated 6th August 2026 ("Order") in connection with the Scheme of Amalgamation between Profectus Capital Private Limited ("Transferor Company" or "PCPL") with UGRO Capital Limited ("Transferee Company" or "UGRO Capital") and their respective shareholders and creditors under Sections 230 to 232 read with Section 52 and other applicable provisions of the Companies Act, 2013 ("Scheme")

Dear Sir/Madam,

In furtherance to our earlier intimation dated 22nd September 2026, regarding the Summary of Proceedings, Scrutinizer's Report and Voting Results of the NCLT Convened Equity Shareholders Meeting, kindly note that there was a typographical error in the Voting Results submitted pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the NCLT Convened Meeting of the Equity Shareholders held on 22nd September 2026.

In this regard, please find attached the revised Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the NCLT Convened Meeting of the Equity Shareholders held on 22nd September 2026 as an "Annexure A".

We request you to kindly take the same on record.

Kindly take the above on record.

Yours faithfully,
For UGRO Capital Limited

SATISH KUMAR CHELLADURAI
Digitally signed by SATISH KUMAR CHELLADURAI
Date: 2026.09.23 16:49:21 +05'30'

Satish Kumar
Company Secretary and Compliance Officer

Enc: a/a

Annexure A

Results of NCLT Convened Meeting - Equity shareholders (As per Regulation 44 (3) of SEBI(LODR) Regulations, 2015)	
Date of NCLT Convened Meeting -Equity shareholders	22-09-2026
Voting start date	19-09-2026
Voting end date	21-09-2026
Total number of shareholders as on record date (15.09.2026):	39,656
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	37
No. of resolutions passed in the meeting	1

Resolution Required					**Special Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**No**			
Description of Resolution considered					**APPROVAL OF THE SCHEME OF AMALGAMATION BETWEEN PROFECTUS CAPITAL PRIVATE LIMITED ("TRANSFEROR COMPANY") AND UGRO CAPITAL LIMITED ("TRANSFEREE COMPANY") AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS.**			
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% votes polled on outstanding shares**	**No. of votes - in favour**	**No. of votes - in Against**	**% of votes - in favour**	**% of votes - in Against**
		(1)	**(2)**	**(3)=[(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-voting	4477061	4477061	100	4477061	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	**4477061**	**4477061**	**100**	**4477061**	**0**	**100**	**0**
Public Institutions	E-voting	26513769	3151090	11.8847	3151090	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	**26513769**	**3151090**	**11.8847**	**3151090**	**0**	**100**	**0**
Public Non-Institutions	E-voting	124297493	53783331	43.2698	53782260	1071	99.9980	0.0020
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	**124297493**	**53783331**	**43.2698**	**53782260**	**1071**	**99.9980**	**0.0020**
Total		**155288323***	**61411482**	**39.5467**	**61410411**	**1071**	**99.9983**	**0.0017**

*Includes the following: -
2,472,820 Equity shares representing 1.59% of share capital of the Company held by UGRO Employees Benefit Trust which is governed under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. As provided in these Regulations, the Trustees of this Trust are not entitled to vote in respect of the shares held by Trust.