

23<sup>rd</sup> October 2025

**BSE Limited**  
**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**

**NSE Symbol: UGROCAP**

Dear Sir/ Madam,

**Subject: Outcome of the Investment and Borrowing Committee Meeting**

With reference to intimation filed by the Company dated 16<sup>th</sup> October 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. Thursday, 23<sup>rd</sup> October 2025 has, inter alia, approved the issuance of upto 5,000 (Five Thousand) unsecured, rated, subordinated, listed, taxable, redeemable, Non-Convertible Debentures denominated in Indian Rupees ("INR"), each having face value of INR 1,00,000 (Indian Rupees One Lakh) aggregating upto INR 50,00,00,000/- (Indian Rupees Fifty Crores) (“**Base Issue**”) with an option to retain the oversubscription upto INR 150,00,00,000 (Indian Rupees One Hundred and Fifty Crores) (“**Green Shoe Option**”), in dematerialised form, on a private placement basis in one or more series as per the terms agreed between the Company and investors and such particulars as furnished in “**Annexure**”.

Further, we would like to inform you that, the Company being a Non-Banking Finance Company, the above Issue is proposed to raise subordinated debt in form of Tier II capital in order to further augment the capital adequacy of the Company in terms of the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023.

The meeting of the Committee commenced at 03.45 p.m. and concluded at 05:00 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](http://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**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details (1<sup>st</sup> Issuance)</b>
1	Type of securities	Unsecured, rated, subordinated, listed, taxable, redeemable, Non-Convertible Debentures
2	Type of issue	Private Placement
3	Size of Issue	Up to INR 50,00,00,000/- (Base Issue) with an option to retain oversubscription of upto INR 150,00,00,000/- (Green Shoe Option) in one or more series.
4	Listing	To be listed on BSE Limited
5	Tenure of instrument	66 months (Tentative)
6	Date of allotment	31-10-2025 (Tentative)
7	Date of maturity	30-04-2031 (Tentative)
8	Coupon/interest offered	11.65 % p.a. p.m. (Indicative)
9	Schedule of Payment of coupon/interest and principal	Interest – Payable on a monthly basis Redemption – Redemption on date of maturity
10	Charge/Security	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 default interest of upto 2.00% (One Percent) per annum as may be agreed between the Company and investors.
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
15	Any cancellation or termination of proposal for issuance of	N.A.

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	securities including reasons thereof.	
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