

31st May 2023

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 our letter dated 26th May, 2023 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. Wednesday, 31st May, 2023 has, inter alia, approved the following matters:

1. Issuance of upto 2500 (Two Thousand Five Hundred) Senior, Secured, Rated, Listed, Redeemable, Transferable Non-Convertible Debentures denominated in Indian Rupees ("INR"), each having face value of INR 1,00,000 (Indian Rupees One Lakh) aggregating upto INR 25,00,00,000/- (Indian Rupees Twenty Five Crores) ("Debentures" or "NCDs") in dematerialised form, on a private placement basis as per the particulars furnished in “**Annexure A**” and,
2. Issuance of upto 27000 (Twenty Seven Thousand) Senior, Secured, Rated, Unlisted, Redeemable, Transferable Non-Convertible Debentures denominated in Indian Rupees ("INR"), each having face value of INR 1,00,000 (Indian Rupees One Lakh) aggregating upto INR 270,00,00,000/- (Indian Rupees Two Hundred and Seventy Crores) ("Debentures" or "NCDs") in dematerialised form, on a private placement basis as per the particulars furnished in “**Annexure B**”

The meeting of the Committee commenced at 02:00 p.m. and concluded at 02:55 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

Thanking You,

Yours Faithfully,

For UGRO Capital Limited

Namrata Sajnani
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 A

Sr. No.	Particulars	Details
1	Type of securities	Senior, Secured, Rated, Listed, Redeemable, Transferable Non-Convertible Debentures
2	Type of issue	Private Placement
3	Size of Issue	Upto INR 25,00,00,000/- (Indian Rupees Twenty Five Crores)
4	Listing	The Debentures are proposed to be listed on: BSE Limited
5	Tenure of instrument	18 months
6	Date of allotment	06 th June, 2023 (tentative)
7	Date of maturity	06 th December, 2024 (tentative)
8	Coupon/interest offered	10.25% per annum
9	Schedule of Payment of coupon/interest and principal	Coupon payable quarterly Redemption - on maturity
10	Charge/Security	1.15 times (one point one five times) of the aggregate outstanding amounts payable under the NCDs.
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 2.0% (Two Percent) per annum.
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	To be redeemed at Par
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	N.A.

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Annexure B

Sr. No.	Particulars	Details
1	Type of securities	Senior, Secured, Rated, Unlisted, Redeemable, Transferable Non-Convertible Debentures
2	Type of issue	Private Placement
3	Size of Issue	upto INR 270,00,00,000/- (Indian Rupees Two Hundred and Seventy Crores)
4	Listing	Unlisted
5	Tenure of instrument	4 years
6	Date of allotment	To be decided
7	Date of maturity	To be decided
8	Coupon/interest offered	Upto 10.58% (negotiable)
9	Schedule of Payment of coupon/interest and principal	Coupon payable semi annually Redemption – The Issue Size will be repaid as follows: - 25% of the Issue Size after 1.5 years from date of allotment; - 25% of the Issue Size after 3 years from date of allotment; - 25% of the Issue Size after 3.5 years from date of allotment; - 25% of the Issue size after 4 years from date of allotment
10	Charge/Security	Upto 1.20 times (one point two zero times) of the aggregate outstanding amounts payable under the NCDs.
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 2.0% (Two Percent) per annum.
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	The Issue Size will be repaid as follows:

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		<ul style="list-style-type: none"> - 25% of the Issue Size after 1.5 years from date of allotment; - 25% of the Issue Size after 3 years from date of allotment; - 25% of the Issue Size after 3.5 years from date of allotment; - 25% of the Issue size after 4 years from date of allotment
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	N.A.

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