

8th April, 2026

To,

1. **BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
2. **National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051
3. **Audit Committee**
UGRO Capital Limited
Equinox Business Park,
Tower 3, 4th Floor,
Kurla (West), Mumbai- 400070

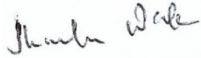
Sub: **Declaration pursuant to Regulation 31 (4) of SEBI (SAST) Regulations, 2011**

Dear Sir,

In terms of Regulation 31 (4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, We, Poshika Advisory Services LLP, Promoter of UGRO Capital Limited (“the Company”), confirm that, we along with person acting in concert, Mr. Shachindra Nath, have not made any encumbrance, directly or indirectly, on equity shares held by us and/or by Mr. Shachindra Nath in the Company during the financial year 2025-26, other than those already disclosed during the financial year.

Thanking you.

For Poshika Advisory Services LLP



Shachindra Nath
Designated Partner
Authorised Signatory

