

Annexure – 1

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

UGRO Capital Limited (NSE: UGROCAP | BSE: 511742)

Part-A – Details of the Acquisition

	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the TC (**)
Name of the Target Company (TC)	UGRO Capital Limited		
Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	Zodiac Wealth Advisors LLP, Shruti Arihant Patni, Ashokkumar Sobhagmal Patni, Vasundhara Apoorva Patni, Vardhaman Patni Trust (acting through Trustee), Rajanikanta Gajendrakumar Patni, Sadhana Ashokkumar Patni, Hreyansh Patni Trust (acting through Trustee), Adeesh Patni Trust (acting through Trustee), Sonakshi Patni Trust (acting through Trustee), Apoorva Ashok Kumar Patni, Arihant Patni, Ashok Patni Family Trust (acting through Trustee), Vardhaman Vasundhara Family Trust (acting through Trustee), Hreyansh Vasundhara Family Trust (acting through Trustee), Sadhana Patni Family Trust (acting through Trustee), Central Expressways Construction LLP, Gajendrakumar Sobhagmal Patni, RPG Farms LLP, Apoorva Patni Family Trust, Amber Apartments LLP, Prerak Management Consultancy Services LLP, Pramana Management Consultancy Services LLP		
Whether the acquirer belongs to Promoter/ Promoter Group	No — The PAC Group comprises public shareholders with no relationship with the Promoter or Promoter Group of the Target Company		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Before the acquisition under consideration, holding of Acquirer along with PACs of:			
a) Shares carrying voting rights	76,60,960	4.8423	N.A.
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0	N.A.
c) Voting rights (VR) otherwise than by shares	0	0	N.A.
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	0	0	N.A.
e) Total (a+b+c+d)	76,60,960	4.8423	N.A.
Details of acquisition:			
a) Shares carrying voting rights acquired	19,03,795	1.2037	N.A.
b) VRs acquired otherwise than by equity shares	0	0	N.A.

	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the TC (**)
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	0	0	N.A.
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0	N.A.
Total (a+b+c+d)	19,03,795	1.2037	N.A.
After the acquisition, holding of Acquirer along with PACs of:			
a) Shares carrying voting rights	95,64,755	6.0476	N.A.
b) VRs acquired otherwise than by equity shares	0	0	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	0	0	N.A.
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0	N.A.
Total (a+b+c+d)	95,64,755	6.0476	N.A.
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	Open Market		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.		
Date of acquisition / date of receipt of intimation of allotment of shares / VR / warrants / convertible securities / any other instrument that entitles the acquirer to receive shares in the TC	February 09, 2026 — date of the acquisition that caused aggregate PAC holding to cross 5%		
Equity share capital / total voting capital of the TC before the said acquisition	₹1,58,20,99,350/- comprising approximately 15,82,09,935 equity shares of ₹10/- each [verify from latest Company filing]		
Equity share capital / total voting capital of the TC after the said acquisition	₹1,58,15,66,350/- comprising approximately 15,81,56,635 equity shares of ₹10/- each [no change — secondary market acquisition]		
Total diluted share / voting capital of the TC after the said acquisition	N.A.		

Note: Percentages given above are rounded off to four decimal places.

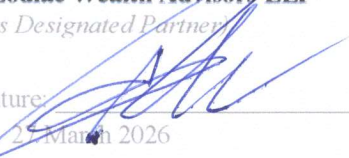
(*) Total share capital / voting capital taken as per the latest filing by the Company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares. N.A. as there are no outstanding convertibles.

For and on behalf of the PAC Group

For Zodiac Wealth Advisors LLP

(By its Designated Partner)

Signature: 

Date: 27 March 2026

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Contact No.: 9819669401

For Shruti Aribant Patni

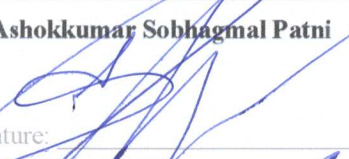
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Contact No.: 8433788730

For Ashokkumar Sobhagmal Patni

Signature: 

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For Vasundhara Apoorva Patni

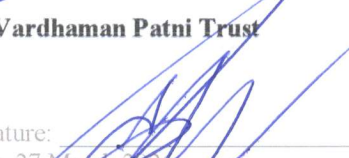
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For Vardhaman Patni Trust

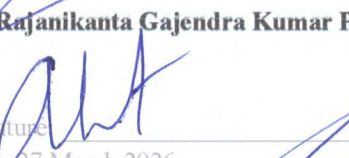
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For Rajanikanta Gajendra Kumar Patni

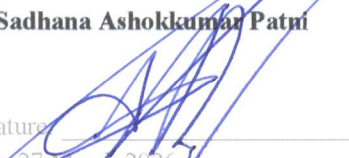
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For Sadhana Ashokkumar Patni

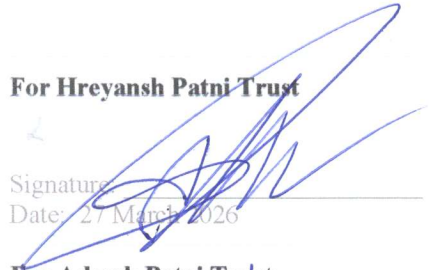
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For Hreyansh Patni Trust

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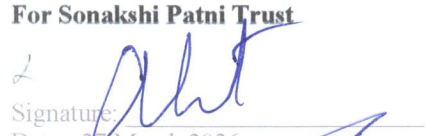
For Adeesh Patni Trust

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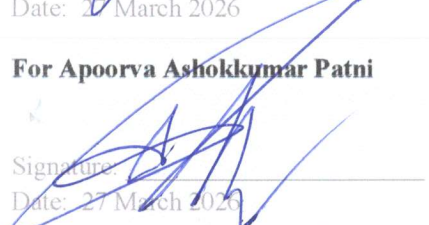
For Sonakshi Patni Trust

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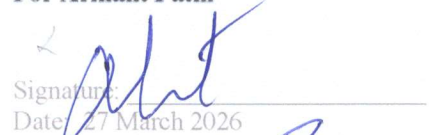
For Apoorva Ashokkumar Patni

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For Arihant Patni

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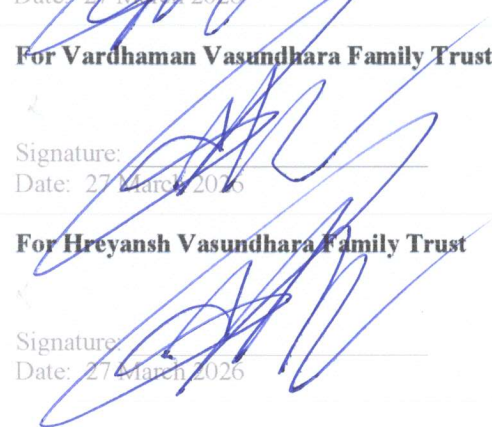
For Ashok Patni Family Trust

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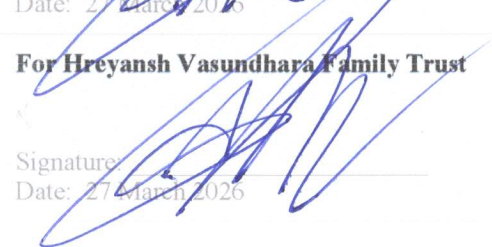
For Vardhaman Vasundhara Family Trust

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For Hreyansh Vasundhara Family Trust

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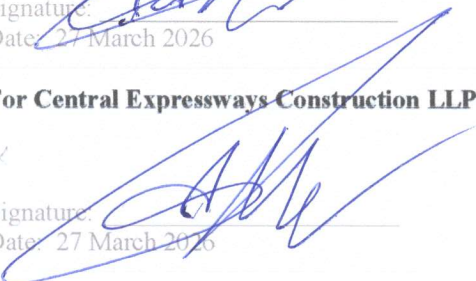
For Sadhana Patni Family Trust

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For Central Expressways Construction LLP

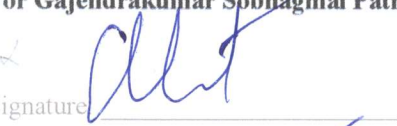
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For Gajendrakumar Sobhagmal Patni

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For RPG Farms LLP

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For Apoorva Patni Family Trust

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For Amber Apartments LLP

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For Prerak Management Consultancy Services LLP

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