Name of the Issuer: Ugro Capital Limited

Last updated: May 31, 2022

Type of Issue: PUBLIC ISSUE BY UGRO CAPITAL LIMITED (\*\*UCL\*\*) OF UPTO 20,00,000 SECURED, RATED, LISTED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹1,000 EACH (\*\*NCDS\*\*) FOR AN AMOUNT UP TO ₹10,000

LAKH (\*\*GREEN SHOE OFFICE\*\*) FOR AN AGGREGATE AMOUNT OF UP TO ₹20,000 LAKH (\*\*ISSUE SIZE\*\*) OR "ISSUE LIMIT") (HEREINAFTER

REFERRED TO AS THE "ISSUE") THROUGH THE PROSPECTUS DATED FEBRUARY 1, 2024 READ WITH CORRIGENDUM TO THE PROSPECTUS DATED FEBRUARY 5, 2024 AND ADDENDUM TO THE PROSPECTUS DATED FEBRUARY 23, 2024

(COLLECTIVELY REFERRED TO AS "PROSPECTUS"). The Company had filled the Prospectus dated February 1, 2024 with the Registrar of Companies, Maharashtra at Mumbai, ("RoC"), the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE", together with BSE, the "Stock Exchanges") and the Securities and Exchange Board of India ("SEBI"). Issue size: of ₹ 10.000 lakh ("Base Issue Size") with an option to retain oversubscription up to ₹ 10.000 lakh ("Green Shoe Option") ag positing up to 20,00,000 NCDs amounting to ₹ 20,000 lakh ("Issue Size or Issue Limit"). The Issuer has issued and allote Issue size: of ₹ 10,000 lakh ("Base Issue Size") with an option to retain oversubscription up to ₹ 10,000 lakh ("Green Shoe Option") aggregating up to 20,00,000 NCC 20,000,000 NCC 3 aggregating to ₹ 20,000 lakh. ("Green Shoe Option") aggregating up to 20,00,000 NCC 20,000 news (Source: Minutes of the Meeting dated February 26, 2024 held between UCL; the Lead Manager; and the Registrar) Rating of instrument alongwith name of the rating agency
(i) as disclosed in the offer document: IND ASitable by India Ratings and Research Private Limited
(ii) at the end of 1st FY (March 31, 2024); IND ASitable by India Ratings and Research Private Limited and CRISIL AStable by CRISIL Ratings Limited
(iii) at the end of 2nd FY (March 31, 2025); ACUITE AA –(SO)(Reaffirmed)by Acuite Ratings & Research) (iv) at the end of 3rd FY (March 31, 2026)\*: NA (Source: Prospectus dated February 1, 2024 and Rating Rationale available on respective website of Credit Rating Agencies) Whether the security created is adequate to ensure 100% asset cover for the debt securities: Yes (Source: Debenture Trust Deed dated February 26, 2024)

Subscription level (number of times): After considering the not Banked and technical rejection cases, the Issue was subscribed 2.05 times of the Base Issue Size and 1.02 times of the overall Issue Size (Source: Minutes of the Meeting dated February 26,2024 held between UCL; the Lead Manager; and the Registrar) FY 2024 FY 2026 (#) FY 2025 (#) Net Profit for the period 1,04,796.18 11,934.48 1,39,589.93 14,392.99 Paid-up equity share capital Reserves excluding revaluation reserves
Note: (#) Periods not completed
(Source: FY 2024 and FY 2025 Audited Financials) Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.) (i) at the end of 1st FY (March 31, 2024) (ii) At the end of 2nd FY (March 31,2025) (iii) At the end of 3rd FY (March 31,2026) Note: Listing and trading permission granted by BSE & NSE on February 28, 2024 to commence trading with effect from February 29, 2024. \*Trading status not disclosed as reporting for the relevant fiscal years has not been completed. Change, if any, in directors of issuer from the disclosures in the offer document
PARTICULARS
NAME OF DIRECTOR APPOINTMENT/RESIGNATION (i) At the end of 1st FY (March 31,2024) (ii) At the end of 2nd FY (March 31,2025) Mrs. Deepa Agar Hingorani Mr. Rohit Goval (iii) At the end of 3rd FY (March 31,2026)\* Updated as on May 31, 2020

Status of utilization of Issue proceeds
(i) as disclosed in the offer document: The Net Proceeds raised through this Issue will be utilised towards funding the following objects:

1. For the purpose of orward lending, financing and repayment of existing leans and borrowings of our Company - Alleast 75% of amount proposed to be financed from Net Proceeds.

2. For General Corporate Purposes: — Maximum of up to 25% of amount proposed to be financed from Net Proceeds

The Net Proceeds will be first utilized towards the Objects mentioned above. The balance is proposed to be utilized for general corporate purposes, subject to such utilization not exceeding 25% of the amount raised in the Issue, in compliance with the SEBI NCS Regulations. Source: (Prospectus dated February 1, 2024)
(ii) Actual utilization: Yes (Source: Monitoring Agency Report for Quarter ended March 31, 2025) ation, if any : NA (III) Residents for Deviation, if any: NA.

Delay or default, in payment of interest principal amount

(i) Disclosures in the Order document on terms of Issue: The Debenture Trustee will protect the interest of the NCD Holders in the event of default by Company in regard to timely payment of interest and repayment of principal and they will take necessary action at the coof Company, Gonze Prospectus disder Perbury 1, 2024) (ii) Delay in payment from the due date: NA (iii) Reasons for delay/ non-payment, if any: NA Any other material information: instruction of credit rating by India Ratings
Press release on clarification regarding recently concluded issue of NCD's by Ugro Capital Limited
Initination of allotment of Non-Convertible Debentures on private placement basis
Initimation of credit rating by CRISIL Allotment of equity shares pursuant to CSL Employee Stock Option Scheme 2017 of the Company Proceeding of the Extra Ordinary General Meeting of the Company held on Friday, 22nd March 2024 infination of closure of trading window infination of the meeting of the Board of Directors scheduled to be held on Thursday, 2nd May 2024 corrigandum to limitation of allotime of equity shares submitted by the Company on 22nd March 2024 Compliances Certificate under Regulation 74(5) of SEBI (DP) Regulations, 2018 for the guarter ended 3 Compliances Lethitudes under Kedjuation 7.45) of 3-EBI (UPT Ke Updates for the Quarter ended sist March 202 (QFFY24)
Intimation of issuance of Commercial Paper
Intimation of Corporate Governance Report for the quarter ended 31st March 2024
Intimation of allotment of Commercial Paper Submission of ALM Statement for the quarter ended 31st March 2024 ed conference call to discuss the Audited Financial Results of the Company for the quarter and financial year ended 31st March 2024. ntimation about schedule of proposed conference call to discuss the Aud ntimation of change of director- appointment and resignation of directors Intimation of change of directors appointment and resignation of directors

Statement as per Annexus XIV-8 of SEBI Operational Circular stated August 10, 2021 for the financial year ended 31st March 2024

Intimation for Board Meeting to be held on Thursday. 2nd May 2024

Certificate under Requisition (9 log and Requestion 614 of SEBI (LORD) Requisitions, 2015

Format of the Initial Disclosure to be made by an entity identified as a Large Corporate - Annexure A

Outcome of Board Meeting - Inter all a considered and approved the following:

1. Subject to the approval of the shareholders, approved making funds through issue of 1,02,80,883 compulsory convertible debentures of face value of Rs. 10'- each and 3,98,16,837 warrants of face value of Rs. 10'- (Securities) to the identified investions on a Preferential basis ("Preferential Issue") for an amount upto INR 272 crores (Rupees Two Hundred Seventy Two Crores) and upto INR 1052 crores (Rupees One Thousand Fifty Two Crores Only) respectively aggregating upto INR 1323 crores (Rupees One Thousand Three Hundred Twenty Three Crores only) at an issue price of INR 264/- 2 approved acquisition of "MyShahufile" (e. Datastigns Technologies Private Limited ("Pitzle Landing embedded finance finish platform based in Bangalize.

3. Subject to the approval of the shareholders, approved issue of upto 6,78,788 equity shares having face value of INR 10'- (Indian Rupees Ten only) each fully paid-up, at an issue price of Rs. 264/- per equity share April 29, 2024 April 29, 2024 May 02,2024 4 considered and approved the Audited Financial Results for the quarter and financial year ended 31st March, 2024 Results for the financial year ended 31st March 2024 Press Release- UGR C capital Limited Embrases Embedded Financing for credit need of small merchants

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responsible for the capital for capital for capital for capital for capital for capital fo May 02,202 Security Cover Certificate
Financial Results for the quarter and year ended 31st March 2024
Revised outcome of Board Meeting held on 2nd May 2024 Revised Press Release titled \*UGRC Capital Limited announces its capital raise of INR 1,322.66 Cr from existing and new institutional investors & Marquee Family Offices' Intimation of Notice of Postal Ballet to pass below resolution - To CONSIDER AND APPROVE ISSUANCE OF COMPULSORY CONVERTIBLE DESENTURES Submission of Lover of newspaper submission - Extract of Audited Financial Results of the Company for the quarter and year ended 31st March 2024. Revised Postal Ballet Notice dated 2nd May 2024. Alcohered of Unified Commercial pages. May 02,202-May 02.2024 May 02,2024 May 02,2024 May 03,2024 May 03,2024 May 03,2024 May 03,2024 Allotment of shares under ESOP Allothern of shares under ESOP
Intimation of allotment of Commercial Paper
Intimation of Intimation May 03,2024 May 09,2024 May 15,2024 May 18,2024 May 28,2024 May 30, 2024 June 6, 2024

Intimation of issuance of Non Convertible Debentures on private placement basis

Infimation of change in credit rating.

Infimation of Annual Report of UGRO Capital Limited for the financial year 2023-24

Intimation of Business Responsibility and Sustainability Report of UGRO Capital Limited for the financial year 2023-24.

Submission of ALM Statement for the quarter ended 30th June 2024

Intimation of allowers of well-business under ESOS scheme.

Intimation of change in credit rating issued by India Ratings & Research Private Limited. - IND A+/Stable(Upgraded)
UGRO CAPITAL LIMITED UPGRADED RATING "IND A1+" FOR SHORT-TERM AND "IND A+" FOR LONG-TERM INSTRUMENTS BY INDIA RATINGS Intimation of Security Cover Certificate for the quarter ended 30th June 2024

Disclosure of statement of deviations or variations under Regulation 32 (1) of SEBI (LODR) Regulations, 2015 for the quarter ended 30th June 2024

Intimation of approximant Info.

July 4, 2024 July 6, 202 July 6, 202

July 31, 2024 July 31, 2024 July 31, 2024

August 6, 202

o. Nam	ne of the Issuer: Ugro Capital Limited  Last updated: May 31, 20
	Proceedings of the 31st Annual General Meeting held on Thursday, 8th August 2024
	1. adopt the Audited Financial Statements of the Company as on 31st March 2024 along with Director's Report and Auditor's Report thereon
	<ol> <li>To appoint a Director in place of Mr. Manof Sehrawat (DIN: 02282600), who retires by rotation and being eligible, offers himself for re-appointment</li> <li>Authorization for borrowing money under Section 180 (1)(c) of the Companies Act, 2013</li> </ol>
August 8, 2024	Authorization to burlowing inverse union section 160 (1)(2) of the Companies Act, 2013     Authorization to self, lease, charge and/or mortgage properly/assets of the Company under Section 180 (1) (a) of the Companies Act, 2013
	5. To borrow funds by way of issuance of Non-Convertible Debentures
	6. To consider and approve raising of funds to the tune of INR 500 Crores (Indian Rupees Five Hundred Crores only) by way of Qualified Institutions Placement ("QIP") or through any other method, in
	compliance with applicable laws
August 14, 2024	Monitoring Agency Report for the quarter ended June 30, 2024
August 24, 2024 August 27, 2024	Alloment of 28,205 securities pursuant to ESOS Alloment of Commercial Paper
September 17, 2024	Intimation of raising of funds by way of issuance of Non-Convertible Debentures through private placement basis
September 17, 2024	Allotment of Commercial Paper
September 18, 2024	Intimation of raising of funds by way of issuance of Non-Convertible Debentures through private placement basis and through public issue
September 19, 2024 September 22, 2024	Allotment of Commercial Paper
September 24, 2024	Postponement of Meeting scheduled on September 23, 2024 to September 24, 2024 in respect of raising of funds Approval of Draft Prospectus for issuance of NCOs via Public Issue
September 25, 2024	Allotment of Commercial Paper
October 16, 2024	Early closure of Debt Public Issue
	Outcome of Board Meeting approving:
October 22, 2024	Unaudited Financial Results for quarter and half year ended September 30, 2024 alongwith Limited Review Report     Notice of Postal Ballot.
	3. Appointment of Internal Auditor
October 24, 2024	Alloment of 2000000 securities pursuant to Debt Public Issue
October 24, 2024	Submission of ALM statement for the quarter ended 30th September 2024
October 25, 2024	Statement of utilization of issue proceeds
October 29, 2024	Intimation of Notice of Postal Ballot
November 05, 2024 November 07, 2024	Allotment of Commercial Papers
November 14, 2024	Allotment of unlisted Commercial Pagers Monitoring Agency report for dequarter ended 30th September 2024.
November 26, 2024	Michael de United Commercial Page to the fund of Rs 10 cross
November 26, 2024	Redemption of unlisted Commercial Papers bearing ISIN INE583D14469
December 02, 2024	Resignation by Internal Auditor
December 09, 2024 December 17, 2024	Allotment of equity shares pursuant to exercise of warrants    Shares   Allotment of Holisted Companyable page
December 20, 2024	Inimation of Allotment of Unisted Commercial paper Inimation of Allotment of Listed Commercial Paper
	intrination or Autometric of Using Commercial Paper  Ugin Capital Litchias informed BSE that the meeting of the Board of Directors of the Company is scheduled on 24/01/2025 inter alia, to consider and approve i) the Unaudited Financial Results for the
December 28, 2024	quarter ending 31st December 2024 under Regulation 33 and 52 of the SEBI Listing Regulations along with the Limited Review Report and; ii) to consider any other items with the permission of the
	Chair. Further, in consonance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015
December 28, 2024	Intimation of raising of funds by way of issuance of Non-Convertible Debentures through private placement basis
January 01, 2025	Company has entered into a Share Purchase Agreement (SPA) and Shareholders' Agreement (SHA) on January 01, 2025, for acquisition of shares of DTPL from its existing shareholders.
January 02, 2025	Intimation of issuance of NCDs on private placement basis
January 20, 2025	Intimation of raising of funds by way of issuance of non-convertible debentures through private placement basisIntimation of raising of funds by way of issuance of non-convertible debentures through
	private placement basis
January 21, 2025	Intimation of Allotment of listed Commercial Paper
January 23, 2025	Intimation of Issuance of Non-Convertible Debentures through private placement basis Outcome of Board Meeting-considered and approved the Unaudited Financial Results ("Results") for the quarter and nine months ended 31st December 2024 and took on record the Limited Review
January 24, 2025	Outcome or load weeting-considered and approved the Unaudited Financial Results (Results ) for the quarter and nine months ended 31st December 2024 and took on record the Limited Review Report
January 27, 2025	Intimation of ALM statement for the quarter ended 31st December 2024
January 30, 2025	Allotment of non-convertible Debentures through private placement
February 04, 2025	Intimation of raising of funds by way of issuance of Non-Convertible Debentures through private placement basis
February 07, 2025	Allotment of Non-Convertible Debentures through private placement
February 10, 2025 February 13, 2025	Issuance of upto 26500 Non-Convertible debentures through private placement, having face value of Rs 100000
February 18, 2025	Monitoring Agency report for the quarter ended 31st December 2024 Initiation of appointment of Internal Auditor of the Company
February 20, 2025	Intimation of appointment of NCDs on private placement basis
March 05, 2025	Intimation of allotment of unlisted commercial papers
March 10, 2025	Intimation of Credit Rating
March 12, 2025	Intimation of raising funds by way of issuance of Non-Convertible Debentures through public issue.
March 13, 2025 March 18, 2025	Intringion of Credit rating received from Crisii Ratings Limited  Mingalion of Credit rating received from Crisii Ratings Limited  Mingalion of Credit rating received from Crisii Ratings Limited  Mingalion of Credit rating received from Crisii Ratings Limited
March 16, 2025 March 20, 2025	Meeting scheduled to be held on Tuseday, 18th March 2025 to consider and approve raising of I nuch has been postponed to Thursday, 20th March 2025 for the same purpose Initimation of issuance of Non-Conventible Debenfurus
	The Exchange has received the disclosure under Regulation 29(1) & 29(2) of SEB (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 for Samena Special Situations Mauritius III
March 24, 2025	
March 26, 2025	Intimation of trading window closure
April 02, 2025 April 03, 2025	Submission of Statutory Advertisement w.r.t proposed public issue of NCDs
April 03, 2025	Intimation of Press release titled Ugro Capital Limited Public Issue of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures (Secured NCDs) Opens Today  Ugro Capital Lithas informed BSE that the meeting of the Board of Directors of Unipages is scheduled on 28/04/2025, inter alia, to consider and approve infiniation of meeting of Board of Directors of Uground and Capital
April 03, 2025	scheduled to be held on Saturday, 26th April 2025 to consider and approve the Audited Financial Results for the quarter and year ending 31st March 2025
April 09, 2025	Certificate under Reg 74(5) of SEBI (DP) Regulations, 2018
April 11, 2025	Updates for the Quarter ended March 31, 2025 Updates for the Quarter ended March 31, 2025
April 11, 2025	Specification related to ISINs for the outstanding debt securities as on 31st March 2025
April 15, 2025	Intimation of earnings conference call scheduled to be held on 28 April 2025
April 15, 2025	Newspaper Advertisement & Notice to shareholders- For transfer of Equity Shares and unclaimed/unpaid dividends to Investor Education and Protection Fund ("IEPF")
April 15, 2025	Intimation that the Investment & Borrowing Committee of the Company has, vide a resolution passed through circulation on April 15, 2025, decided to exercise the option of early closure and to close the Public issue of NCDs on April 17, 2025.
April 16, 2025	Funit. Issue in IRGES on Hole II. (2023) Statutory advertisement as per Schedule V of SEBI (Issue and Listing of Non- Convertible Debentures) Regulations, 2021
April 22, 2025	Intimation of Allotment of listed Commercial Papers
April 22, 2025	Intimation of ALM statement for the quarter ended 31st March 2025
April 23, 2025	Ugro Capital Lichas informed BSE that the meeting of the Board of Directors of the Company is scheduled on 26/04/2025, inter alia, to consider and approve Updated intimation for Board Meeting to I held on Saturday, 28th April 2025
April 24, 2025	neir on saturaty, zon Aprii zuzz Inimation of alloment of Non-Convertible Debentures through public issue.
April 24, 2025 April 26, 2025	Intimation or anotherit or vone-Conventions intough public issue. Outcome of Board Meeting held on \$2025
April 26, 2025	Ugro Capital announces Financial Results for the Quarter and Financial Year ended 31st March 2025
April 26, 2025	Security Cover Certificate for the quarter and year ended 31st March 2025
April 26, 2025	Appointment of Secretarial Auditor Financial Results for the quarter and year ended 31st March 2025
April 26, 2025 April 27, 2025	Financial Hesulis for the quarter and year ended 31st March 2Uzb Investor Presentation for the quarter and year ended 31st March 2Uzb
April 28, 2025	Interest in redefination for the year end year.
April 28, 2025	In continuation to our letter dated 27th April 2025 we are enclosing herewith revised investor presentation for the quarter and year ended 31st March 2025
April 28, 2025	Certificate on utilization of Commercial Paper proceeds and adherence to other listing conditions for the quarter ended 31st March 2025
April 28, 2025 April 30, 2025	Intimation of audio and video recording of earnings conference call on the Audited Financial Results for the quarter and year ended 31st March 2025  Statement AS Per Annexus VIV-B of SEBL Operational Circular Dated August 10, 2021 (Updated AS On April 13, 2022) For The Financial Year Ended 31st March 2025
May 05, 2025	Statement As Per Anniesure AVI-5 OT SECH Operational Circular Dated August 10, 2021 (Updated As On April 13, 2022) For The Financial Tear Ended 31St March 2025 Transcript of Earnings Call with Analyst/Investors
May 14, 2025	Intimation of Allotment of listed Commercial Papers
May 14, 2025	Intimation of change in credit rating
May 14, 2025	Intimation of Monitoring Agency report for the quarter ended on March 31, 2025
May 15, 2025	Ugro Capital Lichas informed BSE that the meeting of the Board of Directors of the Company is scheduled on 20/05/2025, inter alia, to consider and approve Intimation of Board Meeting scheduled to held on 20/05/2025 inter alia, to consider and approve Intimation of Board Meeting scheduled to held on 20/05/2025 inter alia, to consider and approve Intimation of Board Meeting scheduled to
May 17, 2025	Intimation of change in credit rating.
May 20, 2025	Intimation of outcome of the Board meeting held on May 20, 2025.
May 20, 2025	Press Release- " UGRO Capital Limited to raise significant growth capital."
May 20, 2025	Inimation of allotment of unlisted Commercial Papers
May 20, 2025 May 21, 2025	Infimation of dispatch of notice of postal ballot dated 20th May 2025. Infimation of dispatch of notice of postal ballot dated 20th May 2025.
May 21, 2025	Intimation of newspaper advertisement for notice of postal ballot.
	Ugro Capital Ltdhas informed BSE that the meeting of the Board of Directors of the Company is scheduled on 24/05/2025, inter alia, to consider and approve Intimation of Securities Allotment and
May 21, 2025	Transfer Committee of the Board of the Company
May 22, 2025	Intimation Regarding Postponement Of The Securities Allotment And Transfer Committee Meeting Previously Scheduled To Be Held On Saturday, 24Th May, 2025
May 22, 2025	Intimation of allotment of commercial paper
May 22, 2025	Intimation of newspaper publication
May 23, 2025	Intimation of allotment of Commercial Paper
May 27, 2025	Annual Secretarial Compliance Report for the Financial year ended March 2025
May 28, 2025	Intimation of the Securities Allotment and Transfer Committee meeting scheduled to be held on 31st May 2025.
May 29, 2025	Intimation of allotment of Commercial Paper  Intimation of Internal Departs of ICEN INCESTORY INTERNAL
May 30, 2025 May 31, 2025	Intimation of Interest Payment of ISIN INESSD07315. Intimation of uoxone of Sociatives Alizament and Transfer Committee meeting held on May 31, 2025.
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Note: The Company meets Investors/ Analys	sts/ Participants from time to time. Please refer to the website of the Stock Exchanges for the intimation of the schedule of such meetings and related details, as applicable.

Note: The Company meets Investors/ Analysts/ Participants from time to time. Please refer to the website of the Stock Exchanges for the intimation of the schedule of such meetings and related details, as applicable. For further details, please refer www.bseindia.com and/or www.nseindia.com.

S. No. Name of the Issuer: Ugro Capital Limited Last updated: May 31, 2025

Disclaimer:
The information compiled herein is in accordance with the disclosure requirements with regard to the track record of the public issues managed by JM Financial Limited ("JM Financial") arising out of the SEBI Circular No. CIR/MIRSD/1/2012 dated January 10, 2012.

This information is gathered, inter-alia, from the Prospectus of UGRO Capital Limited (the "Issuer"), as amended, and from the filings made by the Issuer with the BSE Limited ("BSE") and/or the National Stock Exchange of India Limited ("NSE" and together with the BSE, the "Stock Exchanges") from time to time, price-volume data available on the website of the Stock Exchanges, other sources as disclosed herein and information / clarifications provided by the Issuer.

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