

29<sup>th</sup> June 2021

To,  
**BSE Limited**  
25<sup>th</sup> floor, Phiroze Towers,  
Dalal Street, Fort,  
Mumbai- 400001

**Subject: Outcome of the Board Meeting**

Dear Sir/ Madam,

We wish to inform you that the Board of Directors of the Company at its meeting held today i.e. Tuesday, 29<sup>th</sup> June 2021, has inter alia:

1. considered and approved an audited financial results for the quarter and financial year ended 31<sup>st</sup> March, 2021. A copy of the said audited financial results is enclosed herewith.
2. considered and approved auditors' report on the financial results for the quarter and financial year ended 31<sup>st</sup> March, 2021. A copy of the said auditors' report is enclosed herewith.

Further, the Statutory Auditors of the Company, M/s MSKA & Associates, Chartered Accountants, have issued the auditors' report with unmodified opinion on the audited financial results for the financial year ended 31<sup>st</sup> March, 2021. A declaration in this regard is given below.

3. approved convening 28<sup>th</sup> Annual General Meeting of the shareholders of the Company at 11.00 a.m. on Wednesday, 1<sup>st</sup> September, 2021 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013.
4. Seeking approval of the Shareholders at the ensuing 28<sup>th</sup> Annual General Meeting, inter alia, for following enabling resolutions:
  - i. increase in borrowing limits of the Company from Rs. 3000 crores to Rs. 4500 crores;
  - ii. increase in limits of sell, lease, charge and/or mortgage etc. property of the Company from Rs. 3500 crores to Rs. 5000 crores;
  - iii. raising funds through issue of Non-Convertible Debentures on a private placement basis upto a limit of Rs. 2500 Crore;
  - iv. raising funds to the tune of Rs. 500 Crores (INR Five Hundred Crores) by way of Qualified Institutions Placement ("QIP") or through any other method, and in compliance of applicable laws.
5. fixed the date of the Closure of Register of Members and Share Transfer books from Thursday, 26<sup>th</sup> August, 2021 to Wednesday, 1<sup>st</sup> September, 2021 (both days inclusive) for the purpose of the above referred 28<sup>th</sup> Annual General Meeting and fixed Wednesday, 25<sup>th</sup> August, 2021 as the cut-off date

**UGRO CAPITAL LIMITED**

**Registered Office Address:** Equinox Business Park, Tower 3, 4th Floor, LBS Road, Kurla (West), Mumbai - 400070

**CIN:** L67120MH1993PLC070739

**Telephone:** +91 22 48918686 | **E-mail:** yougrow@ugrocapital.com | **Website:** www.ugrocapital.com

for ascertaining the names of the Shareholders holding shares who will be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM.

6. considered and approved alteration of certain articles of the Articles of the of Association of the Company subject to approval of the shareholders at the ensuing Annual General Meeting as under:
  - i. Appointment of Statutory Auditors and Internal Auditors to bring the provisions in line with RBI guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) and to offer more flexibility to select the Audit firms.
  - ii. Agenda items which can be transacted through video conferencing or any other audio visual mode in line with notification dated June 15, 2021 issued by the Ministry of Corporate Affairs.
  - iii. Article related to roles and responsibilities of the management.
7. increase in limit for issuance of commercial papers upto Rs. 400 crores.

**Unmodified Opinion:**

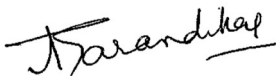
In compliance with the provisions of Regulation 33 (3) (d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby declares that the Statutory Auditors, M/s MSKA & Associates, Chartered Accountants, have issued the Audit Reports with unmodified opinion on the financial results of the Company for the financial year ended 31<sup>st</sup> March, 2021.

The meeting of the Board of Directors commenced at 5:30 p.m. and concluded at 9:20 p.m.

This intimation is also being uploaded on the Company's website at [https:// www.ugrocapital.com](https://www.ugrocapital.com)

Kindly take the above on record.

Yours faithfully,  
**For UGRO Capital Limited**

A handwritten signature in black ink, appearing to read 'Aniket Karandikar', with a horizontal line underneath.

**Aniket Karandikar**  
**Company Secretary**  
**Membership no: A24107**

Encl: a/a

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