

12th August, 2022

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

1. We refer to our intimation dated 27th July, 2022, wherein the Investment and Borrowing Committee of the Board of Directors of the Company (“Committee”) at its meeting held on 27th July, 2022 had, inter alia, approved an issue of Rated, Senior, Secured, Listed, Transferable, Redeemable Non-Convertible Debentures (“NCDs”) for an overall amount of Rs. 125 Cores. The Committee at its meeting held today, i.e. Friday, 12th August, 2022 has modified the Overall Issue Size to Rs. 50 crore (“Base Issue Size”) with an option to retain oversubscription upto Rs. 50 crore, aggregating up to Rs. 100 Crores (“Overall Issue Size”). Further, please note that as rest of the terms remain same, details as per SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, are not required to be furnished.
2. Further, with reference to our letter dated 8th August, 2022 and pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we hereby inform you that the Committee at its meeting held today, i.e. Friday, 12th August, 2022 has, inter alia, approved an issue of senior, secured, rated, listed, redeemable, taxable principal protected market linked (PP-MLD) Non-Convertible Debentures (“NCDs”) for an amount of Rs. 50 crore (“Base Issue Size”) with an option to retain oversubscription upto Rs. 25 crore, aggregating up to Rs. 75 Crores (“Overall Issue Size”) through private placement. The details as per SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, are furnished in Annexure A.

The meeting of the Committee commenced at 01:15 p.m. and concluded at 05:50 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 48918686 | **E-mail:** yougrow@ugrocapital.com | **Website:** www.ugrocapital.com

Annexure A

Sr. No.	Particulars	Details								
1	Type of securities	Senior, secured, rated, listed, redeemable, taxable principal protected market linked (PP-MLD) non-convertible debentures								
2	Type of issue	Private Placement								
3	Size of Issue	INR 50.00 Crore (Indian Rupees Fifty Crore) with an option to retain oversubscription up to INR 25.00 Crore (Indian Rupees Twenty Five Crore), aggregating up to INR 75.00 Crore (Indian Rupees Seventy Five Crore) (“Overall Issue Size”).								
4	Listing	The Debentures are proposed to be listed on: BSE Limited								
5	Tenure of instrument	523 days from the date of allotment (tentative)								
6	Date of allotment	18-08-2022 (tentative)								
7	Date of maturity	23-01-2024								
8	Coupon/interest offered	Coupon is linked to the performance of Underlying / Reference Index, as specified in table below <table border="1" data-bbox="776 989 1419 1171"> <thead> <tr> <th>If Yield of underlying on Final Fixing Date</th> <th>Redemption Premium on XIRR basis</th> </tr> </thead> <tbody> <tr> <td>Is <=18%</td> <td>9.45% XIRR</td> </tr> <tr> <td>Is <=24% and >18%</td> <td>9.40% XIRR</td> </tr> <tr> <td>Is > 24%</td> <td>0.00%</td> </tr> </tbody> </table>	If Yield of underlying on Final Fixing Date	Redemption Premium on XIRR basis	Is <=18%	9.45% XIRR	Is <=24% and >18%	9.40% XIRR	Is > 24%	0.00%
If Yield of underlying on Final Fixing Date	Redemption Premium on XIRR basis									
Is <=18%	9.45% XIRR									
Is <=24% and >18%	9.40% XIRR									
Is > 24%	0.00%									
9	Schedule of Payment of coupon/interest and principal	Redemption will be made on the maturity								
10	Charge/Security	The Issue shall be secured by way of a first ranking exclusive and continuing charge to be created pursuant to the deed of hypothecation to be executed between the Issuer and the Debenture Trustee.								
11	Special right/interest/privileges attached to the instrument and changes thereof	No								
12	Delay in payment of interest / principal redemption from the due date or default in payment of interest / principal;	In case of breach of the covenants the issuer would be required to pay penal interest of 2% over and above the respective coupon rate.								
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								

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14	Details of redemption of debentures	Debenture will be redeemed at Par i.e. Rs. 10,00,000/- being face value of each NCD on the maturity date.
15	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	N.A.

Note: The coupon payable on the NCDs, as proposed aforesaid, may be modified based on the prevailing market conditions at the time of approval of Prospectus for the NCD Issue.

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