

S. No.	Name of the Issuer: Ugro Capital Limited		Last updated: Feb 15, 2025																																																																																																																								
1	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 ("BASE ISSUE SIZE") WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹ 10,000 LAKH ("GREEN SHOE OPTION"). 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"). <i>The Company had filed 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").</i>																																																																																																																										
2	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 NCDs amounting to ₹ 20,000 lakh ("Issue Size or Issue Limit") . The Issuer has issued and allotted 20,00,000 NCDs aggregating to ₹ 20,000 lakh. (Source: Minutes of the Meeting dated February 26, 2024 held between UCL, the Lead Manager, and the Registrar)																																																																																																																										
3	Rating of instrument alongwith name of the rating agency (i) as disclosed in the offer document: IND A/Stable by India Ratings and Research Private Limited (ii) at the end of 1st FY (March 31, 2024): IND A/Stable by India Ratings and Research Private Limited and CRISIL A/Stable by CRISIL Ratings Limited (iii) at the end of 2nd FY (March 31, 2025)*: NA (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) * Periods not available																																																																																																																										
4	Whether the security created is adequate to ensure 100% asset cover for the debt securities: Yes (Source: Debenture Trust Deed dated February 26, 2024)																																																																																																																										
5	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)																																																																																																																										
6	Financials of the issuer <table><tr><th>Parameters</th><th>FY 2024</th><th>(In Rs. Lakhs)</th><th>FY 2025 (i)</th><th>FY 2026 (ii)</th></tr><tr><td>Income from operations</td><td>1,04,796.18</td><td></td><td>NA</td><td>NA</td></tr><tr><td>Net Profit for the period</td><td>11,934.48</td><td></td><td>NA</td><td>NA</td></tr><tr><td>Paid-up equity share capital</td><td>9,159.16</td><td></td><td>NA</td><td>NA</td></tr><tr><td>Reserves excluding revaluation reserves</td><td>1,34,677.01</td><td></td><td>NA</td><td>NA</td></tr></table> <i>Note: (i) Periods not completed (Source: FY 2024 Audited Financials)</i>			Parameters	FY 2024	(In Rs. Lakhs)	FY 2025 (i)	FY 2026 (ii)	Income from operations	1,04,796.18		NA	NA	Net Profit for the period	11,934.48		NA	NA	Paid-up equity share capital	9,159.16		NA	NA	Reserves excluding revaluation reserves	1,34,677.01		NA	NA																																																																																															
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7	Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.) (i) at the end of 1st FY (March 31, 2024): Yes, Traded (ii) At the end of 2nd FY (March 31, 2025)*: N.A. (iii) At the end of 3rd FY (March 31, 2026)*: N.A. <i>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</i>																																																																																																																										
8	Change, if any, in directors of issuer from the disclosures in the offer document <table><tr><th>PARTICULARS</th><th>NAME OF DIRECTOR</th><th>APPOINTMENT/RESIGNATION</th></tr><tr><td>(i) At the end of 1st FY (March 31, 2024)</td><td>N.A.</td><td>N.A.</td></tr><tr><td>(ii) At the end of 2nd FY (March 31, 2025)*</td><td>Mrs. Deepa Agar Hingorani</td><td>Resignation</td></tr><tr><td></td><td>Mr. Rohit Goyal</td><td>Appointment</td></tr><tr><td>(iii) At the end of 3rd FY (March 31, 2026)*</td><td>N.A.</td><td>N.A.</td></tr></table> <i>* Periods not available Updated as on Feb 15, 2025</i>			PARTICULARS	NAME OF DIRECTOR	APPOINTMENT/RESIGNATION	(i) At the end of 1st FY (March 31, 2024)	N.A.	N.A.	(ii) At the end of 2nd FY (March 31, 2025)*	Mrs. Deepa Agar Hingorani	Resignation		Mr. Rohit Goyal	Appointment	(iii) At the end of 3rd FY (March 31, 2026)*	N.A.	N.A.																																																																																																									
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9	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 onward lending, financing and repayment of existing loans and borrowings of our Company - Atleast 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. <i>Source: (Prospectus dated February 1, 2024)</i> (ii) Actual utilization: Yes (Source: BSE Filing dated July 31, 2024 on Statement of Utilization of Proceeds) (iii) Reasons for deviation, if any: NA																																																																																																																										
10	Delay or default in payment of interest/ principal amount (i) Disclosures in the offer 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 cost of Company. (Source: Prospectus dated February 1, 2024) (ii) Delay in payment from the due date: NA (iii) Reasons for delay/ non-payment, if any: NA																																																																																																																										
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Subject to the approval of the shareholders, approved raising 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 investors 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 "MyShubLife" i.e., Datsigns Technologies Private Limited ("DTPL") a leading embedded finance fintech platform based in Bangalore 3. 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May 02, 2024	Outcome of Board Meeting - inter alia considered and approved the following: 1. Subject to the approval of the shareholders, approved raising 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 investors 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 "MyShubLife" i.e., Datsigns Technologies Private Limited ("DTPL") a leading embedded finance fintech platform based in Bangalore 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 4. considered and approved the Audited Financial Results for the quarter and financial year ended 31st March, 2024																																																																																																																										
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May 02, 2024	Press Release- UGRO Capital Limited Embraces Embedded Financing for credit need of small merchants																																																																																																																										
May 02, 2024	Press Release-UGRO Capital Limited announces its capital raise of INR 1322 Crore from existing and new institutional investors & marquee family offices																																																																																																																										
May 02, 2024	Statement on utilization of issue proceeds of NCDs																																																																																																																										
May 02, 2024	Security Cover Certificate																																																																																																																										
May 02, 2024	Financial Results for the quarter and year ended 31st March 2024																																																																																																																										
May 02, 2024	Revised outcome of Board Meeting held on 2nd May 2024																																																																																																																										
May 02, 2024	Revised Press Release titled "UGRO Capital Limited announces its capital raise of INR 1,322.66 Cr from existing and new institutional investors & Marquee Family Offices"																																																																																																																										
May 02, 2024	Intimation of Notice of Postal Ballot to pass below resolution - TO CONSIDER AND APPROVE ISSUANCE OF COMPULSORY CONVERTIBLE DEBENTURES																																																																																																																										
May 03, 2024	Submission of copy of newspaper submission - Extract of Audited Financial Results of the Company for the quarter and year ended 31st March 2024.																																																																																																																										
May 03, 2024	Revised Postal Ballot Notice dated 2nd May 2024																																																																																																																										
May 03, 2024	Allotment of unlisted commercial papers																																																																																																																										
May 03, 2024	Allotment of shares under ESOP																																																																																																																										
May 09, 2024	Intimation of allotment of Commercial Paper																																																																																																																										
May 15, 2024	Intimation of raising of funds by way of issuance of Non-Convertible Debentures through private placement basis																																																																																																																										
May 18, 2024	Intimation of issuance of Non-Convertible Debentures on private placement basis																																																																																																																										
May 28, 2024	Intimation of allotment of unlisted Commercial Papers																																																																																																																										
May 30, 2024	Annual Secretarial Compliance Report for the financial year ended 31st March 2024																																																																																																																										
June 6, 2024	Intimation of allotment of Compulsory Convertible Debentures and Convertible Warrants by way of preferential allotment on a private placement basis																																																																																																																										
June 18, 2024	Intimation of allotment of Compulsory Convertible Debentures and Convertible Warrants by way of preferential allotment on a private placement basis.																																																																																																																										
June 18, 2024	Intimation of press release titled "UGRO CAPITAL COMPLETES EQUITY CAPITAL RAISE".																																																																																																																										
July 4, 2024	Intimation of allotment of equity shares under ESOS																																																																																																																										
July 6, 2024	Intimation of issuance of Non-Convertible Debentures on private placement basis																																																																																																																										
July 6, 2024	Intimation of change in credit rating																																																																																																																										
July 15, 2024	Intimation of Annual Report of UGRO Capital Limited for the financial year 2023-24																																																																																																																										
July 15, 2024	Intimation of Business Responsibility and Sustainability Report of UGRO Capital Limited for the financial year 2023-24																																																																																																																										
July 23, 2024	Submission of ALM Statement for the quarter ended 30th June 2024																																																																																																																										
July 29, 2024	Intimation of allotment of equity shares under ESOS scheme																																																																																																																										
July 31, 2024	Intimation of change in credit rating issued by India Ratings & Research Private Limited - IND A+/Stable(Upgraded)																																																																																																																										
July 31, 2024	UGRO CAPITAL LIMITED UPGRADED RATING "IND A1+" FOR SHORT-TERM AND "IND A+" FOR LONG-TERM INSTRUMENTS BY INDIA RATINGS																																																																																																																										
July 31, 2024	Intimation of Security Cover Certificate for the quarter ended 30th June 2024																																																																																																																										
July 31, 2024	Disclosure of statement of deviations or variations under Regulation 32 (1) of SEBI (LODR) Regulations, 2015 for the quarter ended 30th June 2024																																																																																																																										
July 31, 2024	Intimation of amendment to MOA																																																																																																																										
August 6, 2024	Intimation of investor presentation																																																																																																																										

S. No.	Name of the Issuer: Ugro Capital Limited	Last updated: Feb 15, 2025
	<p>Proceedings of the 31st Annual General Meeting held on Thursday, 8th August 2024</p> <p>1. adopt the Audited Financial Statements of the Company as on 31st March 2024 along with Director's Report and Auditor's Report thereon</p> <p>2. To appoint a Director in place of Mr. Manoj Sehrawat (DIN: 02282600), who retires by rotation and being eligible, offers himself for re-appointment</p> <p>3. Authorization for borrowing money under Section 180 (1)(c) of the Companies Act, 2013</p> <p>4. Authorization to sell, lease, charge and/or mortgage property/assets of the Company under Section 180 (1) (a) of the Companies Act, 2013</p> <p>5. To borrow funds by way of issuance of Non-Convertible Debentures</p> <p>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</p>	
August 8, 2024		
August 14, 2024	Monitoring Agency Report for the quarter ended June 30, 2024	
August 24, 2024	Allotment of 28,205 securities pursuant to ESOS	
August 27, 2024	Allotment 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	Allotment of Commercial Paper	
September 22, 2024	Postponement of Meeting scheduled on September 23, 2024 to September 24, 2024 in respect of raising of funds	
September 24, 2024	Approval of Draft Prospectus for issuance of NCDs via Public Issue	
September 25, 2024	Allotment of Commercial Paper	
October 16, 2024	Early closure of Debt Public Issue	
	Outcome of Board Meeting approving:	
	1. Unaudited Financial Results for quarter and half year ended September 30, 2024 alongwith Limited Review Report	
	2. Notice of Postal Ballot	
	3. Appointment of Internal Auditor	
October 22, 2024		
October 24, 2024	Allotment 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	Allotment of Commercial Papers	
November 07, 2024	Allotment of unlisted Commercial Papers	
November 14, 2024	Monitoring Agency report for the quarter ended 30th September 2024.	
November 26, 2024	Allotment of unlisted Commercial Papers to the tune of Rs 10 crores	
November 26, 2024	Redemption of unlisted Commercial Papers bearing ISIN INE583D14469	
December 02, 2024	Resignation by Internal Auditor	
December 09, 2024	Allotment of equity shares pursuant to exercise of warrants	
December 17, 2024	Intimation of Allotment of Unlisted Commercial Paper	
December 20, 2024	Intimation of Allotment of Listed Commercial Paper	
December 28, 2024	Ugro Capital Ltd has 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 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	
January 24, 2025	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 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	Issuance of upto 26500 Non-Convertible debentures through private placement, having face value of Rs 100000	
February 13, 2025	Monitoring Agency report for the quarter ended 31st December 2024	
<p>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.</p> <p>For further details, please refer www.bseindia.com and/or www.nseindia.com.</p> <p>Disclaimer:</p> <p>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.</p> <p>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.</p> <p>Nothing in this information is intended by JM Financial to be construed as legal, regulatory, accounting, tax or other advice. While reasonable care has been taken to ensure that the information provided herein is accurate and is taken from the sources that we believe are reliable, the user of this information may independently verify the accuracy of the information before taking any decision based on the above information.</p> <p>Notwithstanding the above, JM Financial does not make any express or implied representation or warranty as to the authenticity, accuracy or completeness of the information or data contained herein and shall not be liable in any manner for the same. Neither JM Financial nor any of its affiliates or their directors, officers and employees will be responsible or be liable for any loss or damage including any loss of profits incidental or consequential damage, howsoever arising, suffered or incurred by any person accessing and / or using this information. The person accessing and utilizing the information is accordingly once again advised to independently verify the information and satisfy himself about the adequacy, accuracy and completeness for his specific requirement. JM Financial does not undertake to update the information contained herein except as required by applicable law or regulation.</p>		