

29<sup>th</sup> May 2026

**BSE Limited**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street, Mumbai 400 001**  
**Scrip Code: 511742**

**National Stock Exchange of India Limited**  
**Exchange Plaza, 5th Floor, Plot No. C/1,**  
**G Block, Bandra - Kurla Complex,**  
**Bandra (E), Mumbai - 400 051**  
**Symbol: UGROCAP**

Dear Sir,

**Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-  
Proceedings of the 33<sup>rd</sup> Annual General Meeting held on Friday, 29<sup>th</sup> May 2026**

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and other applicable provisions, if any, we would like to inform you that the 33<sup>rd</sup> Annual General Meeting ("AGM") of the members of the Company was held today i.e. Friday, 29<sup>th</sup> May 2026 at 11.00 a.m. IST (Indian Standard Time) through Video Conferencing (VC)/ Other Audio Video Means (OAVM) and we would like to submit the proceedings of the same. The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and Circulars issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The following items of businesses as set out in the Notice convening the 33<sup>rd</sup> AGM were transacted at the meeting:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company as on 31st March, 2026 along with Director's Report and Auditor's Report thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company as on 31st March, 2026 along with Auditor's Report thereon.
3. To appoint a Director in place of Mr. Rohit Goyal (DIN: 05285518), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s G.P. Kapadia & Co., Chartered Accountants (ICAI Firm Registration No. 104768W) as the Statutory Auditors of the Company.
5. To approve re-appointment of Mr. Shachindra Nath as Vice Chairman and Managing Director of the Company.
6. To approve payment of variable compensation components and payment of unpaid portion of fixed compensation of Mr. Shachindra Nath, Vice Chairman and Managing Director of the Company.
7. To approve the grant of Employee Stock Options to the employees of the subsidiary(ies) of the Company under the "UGRO Capital Employee Stock Option Scheme- 2022".

**UGRO CAPITAL LIMITED**

**Registered Office Address:** B-17, Fourth Floor, Art Guild House, Phoenix Market City, Kurla (West), Mumbai- 400070

**CIN:** L67120MH1993PLC070739

**Telephone:** +91 22 49194400 | **E-mail:** info@ugrocapital.com | **Website:** www.ugrocapital.com

Pursuant to Section 108 of Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the remote e-voting prior, during and post the AGM on all the above resolutions was conducted.

Post receipt of the Scrutinizers Report on remote e-voting as well as voting during and post the AGM on the above resolutions, the same will be declared and will be communicated to the Stock Exchanges in due course as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

You are requested to kindly take the same on record.

This proceeding of the AGM is being made available on the Company's website at [www.ugrocapital.com](http://www.ugrocapital.com).

Thanking you,

Yours faithfully,  
**For UGRO Capital Limited**

**Satish Kumar**  
**Company Secretary and Compliance Officer**

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