Whispering Heights Real Estate Private Limited Regd. office: Raheja Tower, Plot No. C-30, Block 'G', Bandra Kurla Complex, Bandra (E), Mumbai 400 051. Phone: 022-26564000,

Website:-www.whisperingheights.co.in, CIN: U70109MH2016PTC28677 UNAUDITED STATEMENT OF FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED $30^{\rm H}$ SEPTEMBER, 2021)

[Regulation 52 (8), read with Regulation 52 (4) of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015 (LODR Regulations)]

	(Currency: Indian rupees in lakhs)							
Sr. No.	Particulars	For the quarter ended September 30, 2021	For the half year ended September 30, 2021	For the quarter ended September 30, 2020	For the year ended March 31, 2021			
		Unaudited	Unaudited		Audited			
1	Total Income from operations	-	2.62	-	0.96			
2	Loss for the period/ year before tax	(42.12)	(89.81)	(24.37)	(714.52)			
3	Loss for the period/ year after tax	(37.88)	(85.13)	(22.83)	(590.72)			
4	Total comprehensive loss for the period/year	(37.88)	(85.13)	(22.83)	(597.81)			
5	Paid up Equity Share Capital (Equity shares of Rs. 10/- each)	1,350.00	1,350.00	1,350.00	1,350.00			
6	Reserves (excluding revaluation reserve)				46,871.78			
7	Securities premium account	-	-	-	-			
8	Net Worth	48,448.86	48,448.86	48,020.82	48,221.78			
9	Paid up debt capital/ Outstanding debt	95,840.87	95,840.87	51,051.40	79,936.31			
10	Outstanding redeemable preference shares	-	-	-	-			
11	Debt Equity Ratio	1.98	1.98	1.06	1.66			
12	Earning per share (of Rs. 10/- each) (for continuing and discontinued operations)							
	1. Basic:	(0.28)	(0.63)	(0.17)	(4.38)			
	2. Diluted:	(0.28)	(0.63)	(0.17)	(4.38)			
13	Capital redemption reserve	-	-	-	-			
14	Debenture redemption reserve	-	-	-	-			
15	Debt Service Coverage Ratio (DSCR)	(0.02)	(0.02)	(0.02)	(0.03)			
16	Interest Service Coverage Ratio (ISCR)	(0.02)	(0.02)	(0.02)	(0.03)			

Notes

- The unaudited financial results for the quarter and half year ended 30th September, 2021 were approved by the Board of Directors of the Company, at its meeting held on 9th November, 2021. The Statutory Auditors have expressed an unmodified review opinion.
- The financial results have been prepared in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 as amended and in accordance with the recognition and measurement principles, laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ["Ind AS 34"] prescribed under section 133 of Companies Act, 2013 read with Companies (Indian Accounting Standard) Rules 2015 and other accounting principles generally accepted in India to the extent applicable
- The Company had issued 13%. Unsecured Non-Convertible Debentures ("NCD") on 18th September, 2017 for a total proceeds of Rs. 15,600 Lakhs. As per the terms of the issue, interest / coupon payments shall not accrue to the holders until the end of the financial year in which the occupancy certificate is issued by the appropriate government authority in respect of the building/s to be constructed on the Property. However, as required under Ind AS 109 "Financial Instruments" borrowing costs has been calculated using the effective interest method and the same has been accounted for as at 30th September, 2021. Further, such borrowing cost has been capitalised in accordance with the requirement of Ind AS 23 "Borrowing Cost.
- There is no operating revenue earned during the period. Accordingly, ratios disclosed in serial number 15 and 16 of the unaudited financial results for all the periods are negative.
- The above is an extract of the detailed format of the Financial Results for the quarter and half year ended on 30th September, 2021 filed with Bombay Stock Exchange pursuant to Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the financial results and other line items referred in Regulation 52(4) of the LODR Regulations are available on BSE Limited website www.bseindia.com and on Company's website at www.whisperingheights.co.in.

For and on behalf of the Board of Directors of Whispering Heights Real Estate Private Limited CIN: U70109MH2016PTC286771

Place: Mumbai Date: 09th November, 2021

Preeti Chheda Director DIN: 08066703

PRE-OFFER ADVERTISEMENT CUM CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT TO THE PUBLIC SHAREHOLDERS OF

MANGALAM INDUSTRIAL FINANCE LIMITED

Corporate Identification Number: L65993WB1983PLC035815:

Registered Office: MMS Chambers, 4A, Council House Street, 1st Floor, Room No. D1, Kolkata - 700001, West Bengal, India; Corporate office: Hall No-1, M R Icon, Next To Milestone Vasna Bhayli Road, Vadodara - 391410, Gujarat, India Contact Details: 033 - 40445753, +91-7203948909; Website: www.miflindia.com; Email ID: mangalamindustrialfinanceltd@gmail.com

This Advertisement is being issued by CapitalSquare Advisors Private Limited ("Manager to the Offer"), for and on behalf of Yatin Gupte ("Acquirer 1"), Sojan V Avirachan ("Acquirer 2"), R. Venkataramana ("Acquirer 3"), Garuda Mart India Private Limitec ("Acquirer 4"), and Wardwizard Solutions India Private Limited ("Acquirer 5") (hereinafter collectively referred to as "Acquirers") pursuant to Regulation 6 read with Regulation 18 (7) of the Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations"), in respect of Voluntary Open Offer to acquire up to 21,15,61,570 (Twenty-One Crore Fifteen Lakh's Sixty-One Thousand Five Hundred and Seventy) fully paid-up equity shares of face value of Re.1.00/- (Rupee One Only) each ("Equity Share/s"), representing 22.00% of the total equity and voting share capital of the Target Company, at a price of Re.0.50/- (Rupee Fifty Paisa Only) per Equity Share ("Offer Price") payable in cash ("Offer").

This Advertisement is to be read in conjunction with the (a) Public Announcement dated Wednesday, August 04, 2021 ("PA") (b) Detailed Public Statement dated Saturday, August 07, 2021, which was published on Monday, August 09, 2021 in Business Standard (English and Hindi daily) (All Editions), Mumbai Lakshdeep (Marathi daily) (Mumbai Edition), and Arthik Lipi (Bengali Daily) (Kolkata Edition); and (c) Letter of Offer dated Thursday, October 28, 2021 ("LoF").

Offer Price: The Offer Price of Re.0.50/- (Rupee Fifty Paisa Only) payable in cash.

Recommendations of the Committee of Independent Directors: The Committee of Independent Directors of the Target Company ("IDC") has opined that the Offer Price of Re.0.50/- (Rupee Fifty Paisa Only) is fair and reasonable in accordance with SEBI (SAST) Regulations. Further, the IDC has published its recommendation on Tuesday, November 09, 2021 in the same newspapers in which the DPS was published, as mentioned above.

- Purva Sharegistry (India) Private Limited, Registrar to the Offer, has confirmed that the LoF to the Public Shareholders of the Target Company whose names appear as on the Identified Date i.e., Tuesday, October 26, 2021 have been dispatched through registered post by Tuesday, November 02, 2021. Additionally, the LoF is also dispatched through electronic mode to those Public Shareholders who have registered their Email-ID with the depositories by Tuesday, November 02, 2021.
- Please note that a copy of LoF (including Form of Acceptance-cum-Acknowledgement) is also available on SEBI's website www.sebi.gov.in. Manager to the Offer's website www.capitalsguare.in, and BSE Limited's website www.bseindia.com.
- Public Shareholders are required to refer to the Section titled "Procedure for Acceptance and Settlement of the Offer beginning on page 21 of the LoF in relation to the procedure for tendering their Equity Shares in the Open Offer Instruction for Public Shareholders

a) In case the Equity Shares are held in physical form

• Public Shareholders holding Equity Shares in physical form may participate in this Open Offer through their Selling Broker by providing relevant information and documents as mentioned in Paragraph 7.9 of the LoF along with Form SH-4.

b) In case the Equity Shares are held in demat form

- An eligible Public Shareholder may participate in this Open Offer by approaching their Selling Broker and tender their Equity Shares in Open Offer as per the procedure as mentioned in Paragraph 7.10 of the LoF along with other details.
- All the observations received from SEBI vide letter bearing reference number 'SEBI/HO/CFD/DCR-III/OW/29659/1' dated Friday, October 22, 2021 duly in terms of Regulation 16 (4) of the SEBI (SAST) Regulations upon submission of the Draft Letter of Offer are duly incorporated in the LoF.
- There are no other material updates in relation to this Open Offer since the date of PA, save as otherwise disclosed in the DPS, and the LoF. As on the date of this Advertisement and in the best of knowledge of the Acquirers, there are no statutory approvals required to be implemented by them to complete this Open Offer. Schedule of Activities

Activities	Original Schedule		Revised Schedule	
	Date	Day	Date	Day
Date of the Public Announcement	August 04, 2021	Wednesday	August 04, 2021	Wednesday
Last date of publication of Detailed Public Statement in newspapers	August 11, 2021	Wednesday	August 11, 2021	Wednesday
Last date of filing of the Draft Letter of Offer with the SEBI	August 20, 2021	Friday	August 20, 2021	Friday
Last date for public announcement for competing offer(s)*	September 03, 2021	Friday	September 03, 2021	Friday
Last date for receipt of SEBI observations on the draft letter of offer (in the event SEBI has not sought clarifications or additional information from the Manager)	September 13, 2021	Monday	October 22, 2021@	Friday@
Identified Date#	September 15, 2021	Wednesday	October 26, 2021	Tuesday
Date by which the Letter of Offer will be dispatched to the shareholders	September 22, 2021	Wednesday	November 02, 2021	Tuesday
Last date for revising the Offer Price / Offer Size	September 28, 2021	Tuesday	November 10, 2021	Wednesday
Last date by which Board of the Target shall give its recommendation	September 27, 2021	Monday	November 09, 2021	Tuesday
Offer Opening Public Announcement	September 28, 2021	Tuesday	November 10, 2021	Wednesday
Date of commencement of tendering period (Open Date)	September 29, 2021	Wednesday	November 11, 2021	Thursday
Date of closing of tendering period (Close Date)	October 12, 2021	Tuesday	November 25, 2021	Thursday
Date by which all requirement including payment of	October 28, 2021	Thursday	December 09, 2021	Thursday

consideration would be completed *There has been no competing offer

@Actual date of receipt of SEBI's final observations on the Draft Letter of Offer:

#Identified Date is only for the purpose of determining the names of the Public Shareholders as on such date to whom the LoF is sent. It is clarified that all the Public Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company afte the Identified Date) are eligible to participate in the Open Offer;

10. The Acquirers accept full responsibility for the information contained in this Advertisement and for the fulfillment of their obligations laid down in the SEBI (SAST) Regulations. A copy of this Advertisement shall also be available on website of the SEBI at www.sebi.gov.in and Manager to the Offer at www.capitalsquare.in.

11. The capitalized terms used in this Advertisement shall have the meaning assigned to them in the LoF, unless otherwise specified Issued by the Manager to the Offer

CAPITAĹŠ□UARE™

Teaming together to create value

Place: Mumbai

MANAGER TO THE OFFER: CAPITALSQUARE ADVISORS PRIVATE LIMITED

208, 2nd Floor, AARPEE Center, MIDC Road No 11, CTS 70, Andheri (East), Mumbai 400 093, Maharashtra, India; Tel: +91-22-6684 9999/ +91 98742 83532; Website: www.capitalsquare.in;

Email Id: tanmoy.banerjee@capitalsquare.in / mb@capitalsquare.in;
Contact Person: Mr. Tanmoy Banerjee; SEBI Registration No: INM000012219

Date: Tuesday, November 09, 2021

Yatin Gupte

On behalf of the Acquirers

This is an advertisement issued for information purpose only



U GRO Capital Limited

(Our Company was incorporated as Chokhani Securities Private Limited under the Companies Act, 1956 on February 10, 1993 with the Registrar of Companies, Mumbai, Maharashtra. Our Company was subsequently converted to a public limited company pursuant to the fresh Certificate of Incorporation issued by the RoC on July 26, 1994. The name of the Company was subsequently changed from "Chokhani Securities Limited" to "U GRO Capital Limited" and the fresh Certificate of Incorporation was issued by RoC on September 26, 2018. The CIN of our Company is L67120MH1993PLC070739 and PAN of our Company is AAACC2069E. Our Company is also registered with RBI as Systemically Important non deposit taking Non banking Finance Company with registration no. No. 13.00325. For further details about our Company, see "History and Certain Other Corporate Matters" on page 82)

Registered Office: 4th Floor, Tower 3, Equinox Business Park, Off BKC, LBS Road, Kurla (West), Mumbai - 400 070, Maharashtra, India

Tel.: +91 22 4891 8686. Website: www.ugrocapital.com; E-mail: cs@ugrocapital.com Company Secretary & Compliance Officer: Aniket Karandikar, Tel.: +91 22 4891 8686; E-mail: cs@ugrocapital.com

PROMOTER OF OUR COMPANY: POSHIKA ADVISORY SERVICES LLP; Tel.: +91 124 4091 777; E-mail: snath@poshika.com

PUBLIC ISSUE BY U GRO CAPITAL LIMITED ("COMPANY" OR THE "ISSUER") OF 5,00,000 RATED, SECURED, SENIOR, LISTED, TRANSFERABLE, REDEEMABLE, NON CONVERTIBLE DEBENTURES OF FACE VALUE ₹ 1.000 EACH ("NCDS") FOR AN AMOUNT UPTO ₹ 5.000 LAKH ("THE ISSUE SIZE"), HEREINAFTER REFERRED TO AS "THE ISSUE". THE ISSUE IS BEING MADE PURSUANT TO THE PROVISIONS OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED (THE "SEBI NCS REGULATIONS"), THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER, AS AMENDED TO THE EXTENT NOTIFIED AND SEBI OPERATIONAL CIRCULAR DATED AUGUST 10. 2021. THE ISSUE IS NOT PROPOSED TO BE UNDERWRITTEN

Credit Rating: ACUITE A/Outlook: Positive by Acuite Ratings and Research Limited

ISSUE PROGRAMME*

ISSUE CLOSES TODAY LAST DATE FOR SUBMITTING APPLICATION IS WEDNESDAY, **NOVEMBER 10, 2021**

* Pursuant to the Prospectus dated October 29, 2021, the Issue opened on Monday, November 08, 2021 and was scheduled to close on Monday, November 22, 2021, with an option for early closure or extension by such period as may be decided by the Board of Directors of our Company or the Investment and Borrowing Committee, subject to relevant approvals. In terms of the Prosp Company has exercised the option of early closure and the Investment and Borrowing Committee vide its resolution dated November 09, 2021 decided to close the Issue on November 10, 2021. In terms of the Prospectus, our Company is giving this public notice of such and y closure. Applications through the UPI route will be accepted, subject to compliance by the investor with the eligibility criteria and due procedure for UPI applications prescribed by SEBI. On the Issue Closing Date i.e November 10, 2021, Application Forms will be accepted only between 10:00 a.m. to 3:00 p.m. (Indian Standard Time) or such extended time as may be permitted by NSE and BSE. Further, pending mandate requests for bids placed on the last day of bidding will be validated by 5:00 p.m. (Indian Standard Time) on one Working Day post the Issue Closing Date. For further details, see "Issue Procedure" on page 164 of the Prospectus.

Simple, Safe, Smart way of ASBA* **Application**

*Applications Supported by Blocked Amount ("ASBA") is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA. Mandatory in public Issues from October 01, 2018. No cheque will be accepted

UPI - Now available in ASBA for Retail Individual Investors. Bidders are required to ensure that the bank account used for bidding is linked to their PAN

UPI - Now available in ASBA for Retail Individual Investors. Investors bidding using the UPI Mechanism are required to ensure that they use only their own bank account linked UPI ID to make an application in the Issue and for submitting bids upto an application value ₹ 2,00,000, applying through Designated Intermediaries, SCSBs or through the BSE Direct App/NSEgoBID/Web interface of stock exchanges or any other permitted methods. For details of the ASBA and UPI Process, refer to details given in the Application Form and also refer to the section "Issue Procedure" beginning on page 164 of the Prospectus. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirement of the SEBI Operational Circular dated August 10, 2021.

INFORMATION REQUIRED UNDER SECTION 30 OF THE COMPANIES ACT, 2013: CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, see "History and Certain Corporate Matters" on page 82 of the Prospectus. The Memor a document for inspection in relation to the Issue. For further details, see "Material Contracts and Documents for Inspection" on page 222 of the Prospectus.

LIABILITY OF MEMBERS: Limited by Shares AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE AS AT THE DATE OF THE PROSPECTUS: The Authorised Share Capital of our Company is ₹ 1,02,00,00,000 divided into 8,15,00,000 Equity Shares of face value of ₹ 10 each and 2,05,00,000 Preference Shares of face value ₹ 10 each. The issued, subscribed and paid up share capital of our Company is ₹ 70,52,85,500 divided into 7,05,28,550 Equity Shares of face value ₹ 10 each. For further information on the share capital of our Company, see "Capital Structure" on page 37 of the

NAMES OF THE SIGNATORIES AT THE TIME OF SIGNING OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF SHARES SUBSCRIBED BY THEM AT THE TIME OF SIGNING THE MEMORANDUM OF ASSOCIATION: Given are the names of the signatories of the Memorandum of Association of the Company and the number of equity shares subscribed of face value of ₹ 10 each by them at the time of signing of Memorandum of Association: Mr. Ramakant R Chokhani (subscribed 10 Equity Shares) and Ms. Neelam R Chokhani (subscribed 10 Equity Shares) at the time of incorporation of our Company aggregating to 20 Equity Shares of face value of ₹ 10 each

LISTING: The NCDs offered through the Prospectus are proposed to be listed on National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"). For the purpose of the Issue NSE shall be the Designated Stock Exchange. Our Company has received in-principle approval from NSE vide their letter no. NSE/LISTC/2021/0786 dated October 27, 2021 and BSE vide their letter no DCS/BM/PI-BOND/01621-22 dated October 27, 2021.

DISCLAIMER CLAUSE OF NSE: It is also to be distinctly understood that the approval given by NSE should not in any way deemed or construed that the Prospectus has been cleared or approved by NSE; nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Prospectus for the full text of the 'Disclaimer Clause of NSE' DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE Limited nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Prospectus for the full text of the Disclaimer Clause of BSE Limited

DISCLAIMER CLAUSE OF USE OF NSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by National Stock Exchange of India Limited ("NSEIL") to use their network and Online Platform for facilitating applications for public issue of debt securities shall not in any way be deemed or construed as compliance with statutory and other requirements by U GRO Capital Limited, Lead Manager etc. is cleared or approved by NSEIL; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer.

It is also to be distinctly understood that the approval given by NSEIL should not in any way be deemed or construed that the prospectus has been cleared or approved by NSEIL; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this prospectus; nor does it warrant that the securities will be listed or will continue to be listed on NSEIL

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by BSE Limited ("BSE") to use their network and software of the online system should not in anyway be deemed or construed as compliance with various statutory requirement approved by the Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements; nor does it take any responsibility for the financial or other soundness of this Company, its promoter, its management or any scheme or project of this Company. It is also to be distinctly understood that the approval given by the Exchange is only to use the software for participating in system of making application process.

DISCLAIMER CLAUSE OF RBI: Our Company is having a valid Certificate of Registration dated March 11, 1998 and the revised Certificate of Registration number 13,00325 dated October 26, 2018 issued by Reserve Bank of India under Section 45-IA of the Reserve Bank of India Act, 1934. However, the RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of our Company or for the correctness of any of the statements or representations made or opinions expressed by the Company and for repayment of deposits/discharge of liability by the Company

CREDIT RATING: The NCDs proposed to be issued under this Issue have been rated ACUITE A/Poistive by Acuite Ratings and Research Limited for an amount upto ₹ 5,000 lakhs vide letter dated October 11, 2021 read with its rating rationale released on October 11, 2021. Please see Annexure II of the Prospectus.

DISCLAIMER CLAUSE OF ACUITE: An Acuité rating does not constitute an audit of the rated entity and should not be treated as a recommendation or opinion that is intended to substitute for a financial adviser's or investor's independent assessment of whether to buy, sell or hold any security. Acuité ratings are based on the data and information provided by the issuer and obtained from other reliable sources. Although reasonable care has been taken to ensure that the data and information is true, Acuité, in particular, makes no representation or warranty, expressed or implied with respect to the adequacy, accuracy or completeness of the information relied upon. Acuité is not responsible for any errors or omissions and especially states that it has no financial liability whatsoever for any direct, indirect or consequential loss of any kind arising from the use of its ratings. Acuité ratings are subject to a process of surveillance which may lead to a revision in ratings as and when the circumstance so warrant. Please visit our website (www.acuite.in) for the latest information on any instrument rated by Acuité, Acuité 's rating scale and its definitions

GENERAL RISKS: Investment in debt securities involve a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the Issuer and the Issue, including the risks involved. Specific attention of the investors is invited to "Risk Factors" on page 13 of the Prospectus. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the debt securities or investor's decision to purchase such securities.

AVAILABILITY OF APPLICATION FORM: Application Forms can be obtained from: Lead Manager: Sundae Capital Advisors Private Limited, Tel.: +91 22 6700 0639, Eureka Stock & Share Broking Services Limited Tel.: +91 33 6628 0000, Fax: +91 33 2210 5184 and offices of Trading Members, Designated Intermediary(ies) and Designated Branches of the SCSBs. Electronic Application Forms will be available on the websites of SCSBs that permit submission of ASBA Application electronically. Application Forms may be downloaded from the websites of Stock Exchanges Lead Manager and Lead Broker. Additionally, UPI Investor making an application in the Issue can also make bid through online (app/web) interface/platform of the BSE i.e "BSE Direct" and of NSE i.e. "NSEgoBID". Further, BSE Direct platform can be accessed at https://www.bsedirect.com and NSEgoBID at www.nseindiaipo.com or can accessed through mobile app. Further, Application Forms vill also be to Designated Intermediaries at their request.

AVAILABILITY OF PROSPECTUS: Investors are advised to refer to the Prospectus dated October 29, 2021 and the "Risk Factors" on page 13 of the Prospectus before applying in the Issue Physical copies of the Prospectus can be obtained from the Registered Office of the Company and Lead Manager. Full copy of the Prospectus is available on the website of the Issuer at www.ugrocapital.com, of the Lead Manager at www.sendaecapital.com, of NSE at www.nseindia.com, of BSE at www.bseindia.com and of SEBI at www.sebi.gov.in.

PUBLIC ISSUE ACCOUNT BANK, SPONSOR BANK AND REFUND BANK: Axis Bank Limited CONSORTIUM MEMBER / LEAD BROKER: Eureka Stock & Share Broking Services Limited

Note: All Capitalised terms used herein and not specifically defined shall have same meaning as ascribed in the Prospectus. For further details please refer to the Prospectus dated October 29, 2021

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	DEBENTURE TRUSTEE TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
SUND@E	LINK Intime	IDBI trustee	
Sundae Capital Advisors Private Limited	Link Intime India Private Limited	IDBI Trusteeship Services Limited	Mr. Aniket Karandikar
941, Level 9, Platina, Plot No. C - 59	C 101, 247 Park B S Marg	Asian Building, Ground Floor, 17, R. Kamani Marg,	Equinox Business Park,
'G' Block, Bandra Kurla Complex	Vikhroli West, Mumbai - 400 083	Ballard Estate, Mumbai - 400 001	Tower 3, 4th Floor, LBS Road,
Bandra (East), Mumbai - 400 051	Telephone: +91 22 4918 6200	Telephone : +91 22 4080 7000	Kurla (W), Mumbai - 400 070
Telephone : +91 22 6700 0639	Email Id: ugrocapital.ncd@linkintime.	Email Id: itsl@idbitrustee.com /kavita@idbitrustee.	Maharashtra
E-mail Id: ugroncd.2021@sundaecapital.com	co.in	com / nikhil@idbitrustee.com	Tel No: +91 22 4891 8686
Investor grievance e-mail Id: grievance.	Contact person: Shanti Gopalkrishnan	Investor grievance e-mail Id: itsl@idbitrustee.com /	Email: cs@ugrocapital.com
mb@sundaecapital.com	Website: www.linkintime.co.in	kavita@idbitrustee.com / response@idbitrustee.com	
Contact person: Ashi Sood / Ridima Gulati	SEBI registration number:	Contact person: Kavita Hindalekar	
Website: www.sundaecapital.com	INR000004058	Website: www.idbitrustee.com	
SEBI registration number: INM000012494		SEBI registration number: IND000000460	

Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer in case of any pre-issue or post-issue related issues such as non-receipt of intimation of allotmen advice, demat credit of allotted NCDs or refund orders, as the case may be.

DISCLAIMER: U GRO Capital Limited, subject to market conditions and other considerations, is proposing a public issue of Rated, Secured, Senior, Listed, Transferable, Redeemable Non-Convertible Debentures and has filed the Prospectus dated October 29, 2021 with the Registrar of Companies, Maharashtra, Mumbai, NSE, BSE and SEBI. The Prospectus dated October 29, 2021 is also available on our website at www.ugrocapital.com, on the website of NSE at www.nseindia.com, BSE at www.bseindia.com, SEBI at www.sebi.gov.in, and on the website of the Lead Manager at www.sundaecapital.com. Investors proposing to participate in the Issue should invest only on the basis of information contained in the Prospectus dated October 29, 2021. Investors should note that investment in NCDs involves a high degree of risk and for details relating to the same, please refer to the Prospectus dated October 29, 2021, including "Risk Factors" beginning on page 13 and "Material Developments" on page 133 of the Prospectus before making an investment in the Issue.

Place: Mumbai Date: November 09, 2021

For U GRO Capital Limited Shachindra Nath **Executive Chairman & Managing Director** (DIN: 00510618)