

22nd April, 2019

To,
BSE Limited
1st Floor, P. J. Towers,
Dalal Street, Mumbai -400 001

Sub: Compliance Certificate under Regulation 7(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half-year ended on 31.03.2019

Dear Sir,

Pursuant to Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we attach herewith a Certificate, duly signed by Company Secretary of UGRO Capital Limited and Link Intime India Private Limited, Registrar and Share Transfer Agent, for the half-year ended on 31st March, 2019 in compliance of Regulation 7(2) of SEBI Listing Regulations, 2015 for your information and records.

Thanking you,
Your faithfully,
For **UGRO CAPITAL LIMITED**

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

Aniket Karandikar
Company Secretary

Encl: as above

UGRO CAPITAL LIMITED

(Formerly known as Chokhani Securities 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

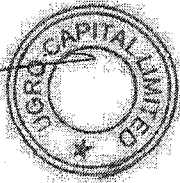
CERTIFICATE UNDER REGULATION 7(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED MARCH 31, 2019

In accordance with Regulation 7(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we hereby certify that for the half year ended March 31, 2019, all activities in relation to both physical and electronic share transfer facility (Dematerializations & Rematerialisation) are maintained by Link Intime India Private Limited* (SEBI Registration No. INR000004058), the Registrar and Share Transfer Agent of the Company.

**Link Intime India Private Limited appointed as Registrar and Share Transfer Agent of the Company with effect from 27th February, 2019 and ISIN shifted from erstwhile Registrar to Link Intime India Private Limited on 21st March, 2019.*

For UGRO CAPITAL LIMITED


Aniket Karandikar
Company Secretary



Date: 16th April, 2019
Place: Mumbai

For LINK INTIME INDIA PRIVATE LIMITED


Authorized Representative



Date: 16th April, 2019
Place: Mumbai

UGRO CAPITAL LTD.

(Formerly known as CHOKHANI SECURITIES LTD.)

Registered Office Address: Equinox Business Park, Tower 3, 4th Floor,
LBS Road, Kurla (West), Mumbai - 400070
CIN: L67120MH1993PL0070739
Telephone: 022-48918686 | **E-mail:** customercare@ugrocapital.com
Website: www.ugrocapital.com