



UPL LIMITED

(CIN: L24219GJ1985PLC025132)

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FREQUENTLY ASKED QUESTIONS

FIRST CALL ON RIGHTS ISSUE OF EQUITY SHARES BY UPL LIMITED

1. What are the details of the First Call money?

Record Date	Thursday, 30 th January, 2025
Purpose of record date	To determine the holders of Rights Equity Shares (“ Eligible Shareholders ”) to whom the First Call notice (“ the Notice ”) will be sent.
Face Value per Equity Share	₹ 2 each
First Call money to be paid	₹ 90 per Rights Equity Share (comprising ₹ 0.50 towards face value and ₹ 89.50 towards premium)
Issue Size	₹ 3,377.74 crores (9,38,25,955 partly paid-up equity shares of face value of ₹ 2 each)

2. What is First Call money schedule?

Issuance of notice	Friday, January 31, 2025		
Call payment period	From	Monday, 17 th February, 2025	Both days inclusive
	To	Monday, 3 rd March, 2025	
Period available to pay	15 days		

3. Which shareholders are required to pay the First Call money?

The Eligible Shareholders as on Record Date are only required to pay the First Call money i.e. the First Call is required to be paid by all the Eligible Shareholders who hold the partly paid-up equity share of ₹ 0.50 as on the Record Date i.e. 30th January 2025.

4. What would be the status of the existing partly paid-up equity shares?

There will be no trading on ₹ 0.50 partly paid-up equity shares of the Company bearing ISIN: IN9628A01018 on the Stock Exchanges w.e.f. 30th January 2025, on account of the First Call.

5. What are the modes of making payment on First Call?

The First Call money can be paid through following modes:

- (a) **Online ASBA:** By visiting the website of the Self Certified Syndicate Bank ('SCSB') offering the online ASBA facility, to block the monies payable towards the First Call in their respective bank accounts maintained with such SCSB.
- (b) **Physical ASBA:** By submitting the duly filled up ASBA Form (Annexure-2) of the First Call Notice at the designated branch of the SCSB, to block the monies payable towards the First Call in their respective bank accounts maintained with such SCSB. Please visit <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmlid=35> to refer to the list of existing SCSBs [Self-Certified Syndicate Banks].
- (c) **3-in-1 account:** Eligible Shareholders may make the payment of First Call through the facility of linked online trading-demat-bank account (3-in-1 type accounts), provided by some of the registered brokers. Please check with your respective broker for availability of the 3-in-1 type account facility.

(d) **Cheque / Demand Draft: Through cheque or demand draft drawn in favour of:**

Eligible Shareholders are requested to send the Payment Slip along with cheque/demand draft made payable to:

- i. UPL Limited - Partly Paid-up Rights Share First Call Money Account - R*
- ii. UPL Limited - Partly Paid-up Rights Share First Call Money Account - NR*

*R - [for residential shareholders]

*NR - [for non-residential shareholders]

The Payment Slip along with the amount payable by cheque or demand draft must be presented at **Axis Bank Limited** at the collection centers as mentioned in point no. 12 on or before **Monday, 3rd March, 2025**:

6. Whether I am eligible for dividend?

Yes. Shareholders are eligible for dividend in proportion to the amount paid-up in the equity share capital of the Company.

7. What are the consequences if I do not pay the First Call money and what will happen to my Rights Equity Shares?

Consequences on non-payment of First Call money and status of my Rights Equity Shares:

- (a) Interest @ 10 % (Ten per cent only) p.a. will be payable for delay in payment of First Call beyond 3rd March, 2025 till the actual date of payment;
- (b) The Company shall be entitled to deduct from any dividend payable, all sums of money outstanding on account of calls and interest due thereon in relation to the partly paid-up equity shares of the Company; and
- (c) The partly paid-up equity shares of the Company currently held by you, including the amount already paid thereon is liable to be forfeited on failure to pay the first call, in accordance with the Articles of Association of the Company and the Letter of Offer.

8. When would be the new partly paid-up shares be listed?

The listing of partly paid-up equity shares having ₹ 1/- each as the paid-up value under the new ISIN is expected to commence within a period of 2 weeks from the last date i.e. 3rd March 2025 for making the payment of First Call.

9. What if there is any Excess / duplicate amount paid / short payment made?

Excess/duplicate amount paid, or amount paid by person who is not an Eligible Shareholder as on the First Call Record Date or short payment made by an Eligible Shareholder (in case the same cannot be adjusted towards payment of First Call Money), will be refunded as per following methods:

- (a) ASBA Mode – Unblocking of funds in ASBA Account
- (b) Cheque – Credit to the same bank account from where payment has been made

10. Whether any cash payment or part payment permitted?

- (a) Cash payment shall not be accepted
- (b) No part payment would be accepted, and part payment would be treated as non-payment which shall render the Rights Equity Shares, including the amount already paid thereon, liable to be forfeited in accordance with the provisions of the Act, the Articles of Association of the Company, and the Letter of Offer. However, in relation to any payment made by a holder of the Rights Equity Shares pursuant to the First Call, which is lesser than the aggregate amount payable by such holder with respect to the Rights Equity Shares held by such holder as on the First Call Record Date, the Board or a duly authorized Committee of the Board, may consider conversion of such lower number of Equity Shares to be made fully paid-up, such that it is in proportion to the amount paid by such holder.

(For example - If a shareholder holds 10 Rights Equity Shares as on the First Call Record Date, the aggregate amount payable by such holder pursuant to the First Call will be ₹ 900. If such holder makes a partial payment of ₹ 450, such holder will receive such number of ₹ 1/- each equity shares converted in proportion to the payment made i.e., 5 partly paid-up Equity Shares. Partly paid-up equity shares in respect of which the First Call payable remains unpaid may be forfeited, in accordance with the provisions of the Act, the Articles of Association of the Company and the Letter of Offer.)

11. Where can I access my First Call Notice?

The First Call Notice along with other relevant documents may be accessed on the website of the Registrar at www.linkintime.co.in; Please enter your DP ID and Client ID details in the space provided to view and download your individual First Call Notice.

The First Call Notice is also available on the website of the Company at <https://www.upltd.com/investors/shareholder-center/rights-issue> / www.bseindia.com / www.nseindia.com

12. Please share the list of the collection centers?

Collection Centers (Axis Bank Limited)

For Resident Shareholders	Mumbai - Axis Bank, Jeevan Prakash Building, Ground floor, Sir PM Road, Fort, Mumbai 400001; Hyderabad - Axis Bank, 6-3-879/B, First Floor, G Pulla Reddy Greenlands, Begumpet Road, Hyderabad 500016; Kolkata - Axis Bank, 7, Shakespear Sarani, Kolkata 700071; Chennai - Axis Bank, 82, Dr. Radhakrishna Salai, Mylapore, Chennai 600004; New Delhi - Axis Bank, Statesman House, 148, Barakhamba Road, New Delhi 110001; Bengaluru - Axis Bank, No.9, M.G. Road, Block A, Bengaluru 560001; Ahmedabad - Axis Bank, Trishul, Opp. Samaratheshwar Temple, Ahmedabad 380006; Jaipur - Axis Bank, O-15, Green House, Ashok Marg, C-Scheme, Jaipur 302001; Vadodara - Axis Bank, Vardhaman Complex, Opp GE Brace Course Circle (North), Vadodara 390007; Noida -Axis Bank, B2-B3, Sector 16, Noida 201301; Panvel - Axis Bank, Raje Complex, Plot No. 198A, Shivaji Chowk, Panvel 410206; Pune - Axis Bank, Indra Pushti, Opp. Fergusson College Gate 2, Pune 411004; Chandigarh - Axis Bank, SCO 343-344, Sector 35-B, Chandigarh 160022; Indore - Axis Bank, Kamal Palace, 1 Yeshwant Colony, Yeshwant Niwas Road, Indore 452003; Surat - Axis Bank, Digvijay Towers, Opp. St. Xaviers School, Ghod Dod Road, Surat 395001; Nagpur - Axis Bank, M.G. House, Rabindranath Tagore Road, Besides Board Office, Civil Lines, Nagpur 440001; Lucknow - Axis Bank, 31/93, Ground Floor, I & II Floor, Lucknow 226001; Gurgaon - Axis Bank, SCO 29, Sector 14, Near Huda Office, Old Delhi, Gurgaon Road, Gurgaon 122001; Thane - Axis Bank, Dhiraj Baug, Near Hari Niwas Circle, LBS Marg, Thane (West), Thane 400602; Vashi - Axis Bank, Vardhaman Chambers Co-op Society, Plot No 84, Sector 17, Vashi, Navi Mumbai 400705; Rajkot - Axis Bank, Titan, Near KKV Circle, Kalawad Road, Rajkot 360005; Kanpur - Axis Bank, 16/104 A, Civil Lines, Infront of ICAI Bhawan, Kanpur 208001; Jamnagar - Axis Bank, Jaidev Arcade, Ground floor, Park Cly Main Road, Nr Joggers Park, Jamnagar 361008; Faridabad - Axis Bank, Shop No.6, Crown Complex, Neighborhood No.2, 1-2 Chowk, NIT, Faridabad 121001; Gandhi Nagar - Axis Bank, Gandhi Nagar Milk Consumer Co-op Union Ltd., Plot No 436, Sector 16, Gandhi Nagar 382016.
For Non-Resident Shareholders	Mumbai - Axis Bank, Jeevan Prakash Building, Ground floor, Sir PM Road, Fort, Mumbai 400001; New Delhi - Axis Bank, Statesman House, 148, Barakhamba Road, New Delhi 110001.