



UPL LIMITED

(CIN: L24219GJ1985PLC025132)

Registered Office: 3-11, GIDC, Vapi, Valsad - 396 195, Gujarat, India, **Tel. No.:** +91 260 2432716

Corporate Office: UPL Ltd, Uniphos House, C.D. Marg, 11th Road, Madhu Park, Khar (West), Mumbai - 400 052, Maharashtra, India

Tel. No.: +91 22 7152 8000 **E-mail:** upl.investors@upl-ltd.com **Website:** www.upl-ltd.com

NOTICE FOR PAYMENT OF SECOND AND FINAL CALL TO THE HOLDERS OF PARTLY PAID-UP EQUITY SHARES

**Last date for payment of Second and Final
Call: Monday, 1st September, 2025**

Dear Shareholder,

Sub: Notice for payment of Second and Final Call on partly paid-up equity shares issued by UPL Limited (the "Company"), on a rights basis, pursuant to the Letter of Offer dated 20th November 2024 ("Letter of Offer") ("Issue").

1. Pursuant to the Issue, the Company had issued and allotted partly paid-up Equity Shares, on a rights basis, to its eligible equity shareholders at an Issue Price of ₹ 360 each (including a premium of ₹ 358 per share), in the ratio of 1 (One) Rights Equity Share for every 8 (Eight) fully paid-up Equity Shares held by eligible equity shareholders (as defined in the Letter of Offer) as on the record date i.e. 26th November 2024.
2. In accordance with the terms of the Issue as mentioned in the Letter of Offer, the Company received ₹ 90 (comprising ₹ 0.50 towards paid-up value and ₹ 89.50 towards premium) per partly paid-up Equity Share as application money and the partly paid-up Equity Shares were allotted on 20th December 2024.
3. The Rights Issue Committee at its meeting held on Friday, 24th January, 2025 had approved to make the first call of ₹ 90 (comprising ₹ 0.50 towards paid-up value and ₹ 89.50 towards premium) in respect of outstanding partly paid-up Equity Shares, which was kept open for payment from Monday, 17th February, 2025 to Monday, 3rd March, 2025 (both days inclusive). Thereafter, the Company had also sent out a reminder notice to all those shareholders who had not paid the first call money to deposit the same between Friday, 11th April, 2025 to Friday, 25th April, 2025 (both days inclusive).
4. The Rights Issue Committee at its meeting held on Monday, 28th July, 2025 has approved to make the Second and Final call of ₹ 180 per partly paid-up equity share (comprising ₹ 1.00 towards paid-up value and ₹ 179.00 towards premium) (the "Second and Final Call") in respect of outstanding partly paid-up Equity Shares, which will be **payable between Monday, 18th August, 2025 to Monday, 1st September, 2025 (both days inclusive). Please note that this is the final call and there will be no further call with respect to the Issue. Shares on which the call money remains unpaid will be liable to pay interest and/or be forfeited in accordance with the Companies Act, 2013, Articles of Association of the Company and the Letter of Offer.**
5. The Company has fixed Friday, 1st August, 2025 as the record date ("Second and Final Call Record Date") for the purpose of determining the partly paid-up equity shareholders ("Eligible Shareholders") to whom the notice for the Second and Final Call (the "Second and Final Call Notice"), is being sent. The record date for Second and Final call notice has been intimated to BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") (together, the "Stock Exchanges") on Monday, 28th July, 2025.

Accordingly, the Second and Final Call Notice is hereby given to you as per details given below:

No. of partly paid-up equity shares held as on Second and Final Call Record Date i.e., Friday, 1 st August, 2025	Amount due and payable @ ₹ 180 per partly paid-up equity share (₹ in figures)

Other Instructions

Second and Final Call Payment Period (Both days inclusive)	From	To	Duration
	Monday, 18th August, 2025	Monday, 1st September, 2025	15 days
Modes of Payment	a) Online ASBA	Through the website of the SCSBs ⁽¹⁾	
	b) Physical ASBA	By submitting physical application to the Designated Branch of SCSBs ⁽¹⁾	
	c) Online	Using the 3-in-1 online trading-demat-bank account whenever offered by brokers	
	d) Deposit of Cheque / Demand Draft with collection Centre of Axis Bank Limited (made payable to)	a. UPL Limited – Partly Paid-up Rights Share Second and Final Call Money Account – R b. UPL Limited – Partly Paid-up Rights Share Second and Final Call Money Account – NR	

R - Residential shareholders / NR - Non- Residential shareholders

⁽¹⁾ Please visit <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=35> to refer to the list of existing SCSBs [Self-Certified Syndicate Banks]

6. Detailed instructions for payment of the Second and Final Call, ASBA Application Form and Payment Slip are enclosed as Annexure 1, 2 & 3. You are requested to make the payment of the Second and Final Call **on or before Monday, 1st September, 2025**.
7. **Please note that the trading of ₹ 1.00 partly paid-up equity shares of the Company (ISIN: IN9628A01026) has been suspended on the Stock Exchanges with effect from Friday, 1st August, 2025 (i.e closing hours of trading on 31st July, 2025) on account of the Second and Final Call. The Rights Equity Shares of ₹ 2/- each will be credited under the existing ISIN: INE628A01036 and is estimated to be available for trading within three weeks from the last date of payment of Second and Final Call i.e Monday, 1st September, 2025.**
8. **Please also note the consequences of failure to pay Second and Final Call are given below:**
 - (a) **Interest @ 10.00% (Ten per cent only) p.a. will be payable for delay in payment of Second and Final Call beyond Monday, 1st September, 2025 till the actual date of payment;**
 - (b) **The Company shall be entitled to deduct from any dividend payable to you, 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 may be liable to be forfeited on failure to pay the Second and Final call, in accordance with the Companies Act, 2013, Articles of Association of the Company and the Letter of Offer.**
9. The Second and Final Call Notice along with the Detailed Instructions, ASBA Application Form and Payment Slip are also available on the Company's website at <https://www.upl-ltd.com/investors/shareholder-center/rights-issue> or on the website of MUFG Intime India Private Limited (Previously Link Intime India Private Limited) ("RTA") at <http://www.in.mpms.mufig.com/> or on the website of Stock Exchanges i.e www.bseindia.com and <http://www.nseindia.com/>.
10. Please refer to the FAQs on Second and Final Call available on the website of the Company <https://www.upl-ltd.com/investors/shareholder-center/rights-issue> or on the website of MUFG Intime India Private Limited ("RTA") (www.in.mpms.mufig.com). You may also seek clarifications on any query related to the payment of Second and Final Call on the number +91 22 810 811 4949 (operational from Monday to Friday from 10 AM to 5 PM) or Email to upl.callmoney@linkintime.co.in and get your queries addressed.
11. All capitalized terms not defined herein would have the same meaning as attributed to it in the Letter of Offer.

Yours sincerely,

For **UPL Limited**

Sandeep Deshmukh

Company Secretary and Compliance Officer
ACS-10946

Date : 2nd August 2025

Place: Mumbai

Encl.: As above



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ANNEXURE 1

DETAILED INSTRUCTIONS

MODE OF DISPATCH OF THE SECOND AND FINAL CALL NOTICE

In terms of the provisions of the Companies Act 2013 ("the Act"), read with the relevant rules made thereunder, the Second and Final Call Notice is being sent in electronic mode to Eligible Shareholders, whose e-mail address is registered with the Company or its Registrar and Transfer Agent – MUFG Intime India Private Limited (Previously Link Intime India Private Limited) ("RTA" or "Registrar") or the Depository Participant(s) as on the Second and Final Call Record Date. The Second and Final Call Notice along with the detailed instructions, ASBA Application Form and Payment Slip are also available on the Company's website at <https://www.upl-ltd.com/investors/shareholder-center/rights-issue>.

Physical copy of the Second and Final Call Notice along with the detailed instructions, ASBA Application Form and Payment Slip are also being sent to Eligible Shareholders.

PAYMENT INSTRUCTIONS

Please note that:

- Cash payment shall not be accepted.
- No part payment would be accepted, and part payment would be treated as non-payment which shall render the partly paid-up equity share(s), 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 partly paid-up equity share(s) pursuant to the Second and Final Call, which is lesser than the aggregate amount payable by such holder with respect to the partly paid-up equity share(s) held by such holder as on the Second and Final Call Record Date, the Board and/or the Rights Issue Committee, 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 partly paid-up equity shares as on the Second and Final Call Record Date, the aggregate amount payable by such holder pursuant to the Second and Final Call will be ₹ 1800. If such holder makes a partial payment of ₹ 900, such holder will receive such number of ₹ 2 each Equity Shares converted in proportion to the payment made i.e., 5 fully paid-up Equity Shares. Partly paid-up equity shares in respect of which the Second and Final 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.)
- The Company and the RTA are entitled to rely on the self-certification of the transaction by the Eligible Shareholder. Payments made using third party bank accounts will be rejected.
- Excess/duplicate amount paid, or amount paid by person who is not an Eligible Shareholder as on the Second and Final Call Record Date or short payment made by an Eligible Shareholder (in case the same cannot be adjusted towards payment of Second and Final Call), will be refunded as per following methods:
 - ASBA Mode – Unblocking of funds in ASBA Account.
 - Cheque / Demand Draft – Credit to the same bank account from where payment has been made.

Payment Modes

- For payment through Physical/Online ASBA
Shareholders may pay the Second and Final Call through:
 - Online Mode: by visiting the website of the SCSBs, to block the Second and Final Call payable in their ASBA Account.
 - Physical mode: by submitting the physical ASBA Application Form (enclosed as **Annexure 2**) to the Designated Branch of the SCSB, to block the Second and Final Call payable in their ASBA Account.

Please visit <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35> to refer to the list of existing SCSBs.
- For payment through a 3-in-1 Account
 - In accordance with the SEBI circular no. SEBI/HO/CFD/DIL1/CIR/238/2020 dated December 8, 2020, Eligible Shareholders can also make the payment for the Second and Final Call by using the facility of linked online trading-demat-bank account [3-in-1 type accounts], provided by some of the brokers.
 - Eligible Shareholders must log into their demat account and under the relevant section proceed with the payment for Second and Final Call of UPL Limited.
 - Eligible Shareholders are requested to check with their respective brokers for the exact process to be followed.
 - Eligible Shareholders may please note that this payment method can be used only if the concerned broker has made this facility available to their customer. The Company or Registrar will not be responsible for the non-availability of this payment method to the shareholders.
- For payment through cheque/ demand draft
 - Eligible Shareholders are requested to send the Payment Slip along with cheque/demand draft made payable to:

Resident Shareholders (R)	UPL Limited – Partly Paid-up Rights Share Second and Final Call Money Account – R
Non-Resident Shareholders (NR)	UPL Limited – Partly Paid-up Rights Share Second and Final Call Money Account – NR

R - for Residential Shareholders / NR - Non-Resident Shareholders

- The Payment Slip is enclosed herewith as **Annexure 3**.

- iii. The Eligible Shareholder must, inter-alia, state the following details in the Payment Slip:
 - a. Full Name of the Sole/First shareholder
 - b. Permanent Account Number
 - c. DP ID-Client ID/Folio No.
 - d. No. of partly paid-up equity share(s) held & total amount payable and
 - e. Details of Cheque / Demand Draft
- iv. The Payment Slip along with the amount payable by cheque or demand draft must be presented at **Axis Bank Limited** at the following locations on or before **Monday, 1st September, 2025**:

List of Branches of Axis Bank where cheques or demand draft can be deposited

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.

- v. Cheque / Demand Draft should be drawn on such bank, including Co-operative Bank, which is situated at and is a member or a sub-member of the Bankers' Clearing House located at the Centre where this Second and Final Call Notice is presented. Outstation Cheques / Bank Drafts, Money Orders, and Postal Orders will not be accepted. Post-dated cheques will not be accepted and are liable to be rejected.
- vi. After the last date of payment, i.e., **Monday, 1st September, 2025**, Bank branches at the **aforesaid locations will not accept any application for the Second and Final Call**.
- vii. The Company will not be liable for any delayed receipt and reserves the right to reject such delayed receipts.
- viii. Payment Slip should be complete in all respects. The Payment Slip found incomplete with regard to any of the particulars required to be given therein are liable to be rejected.

Non-payment

Please note that, failure to pay the Second and Final Call, as aforesaid, shall render the partly paid-up equity share(s), including the amount already paid thereon, liable to be forfeited in accordance with the Act, the Articles of Association of the Company, and the Letter of Offer.

Other Information

- i. The trading in ISIN - **IN9628A01026** representing partly paid-up equity shares of face value ₹ 2 each (₹ 1.00 paid-up) has been suspended by the Stock Exchanges with effect from Friday, 1st August 2025 (i.e on closing of trading hours on 31st July, 2025).
- ii. In case of non-receipt of the Call Notice, Eligible Shareholders can request by e-mail or letter, for the Call Notice to the Registrar or may also download the same from the Company's website: <https://www.upl-ltd.com/investors/shareholder-center/rights-issue> or the Registrar's website: <http://www.in.mpms.mufg.com/>.
- iii. The Eligible Shareholder must mention his/her PAN number allotted under the Income Tax Act, 1961.
- iv. Eligible Shareholders must ensure that their PAN is linked with Aadhaar and are in compliance with the notification dated 13th February, 2020, issued by Central Board of Direct Taxes and press release dated 25th June, 2021 and 17th September, 2021.
- v. Eligible Shareholders residing at locations where the ASBA facility or Bank's collection centers are not available, may send their applications along with the completed Payment Slip by registered post/speed post at the office of the Registrar: MUFG Intime India Private Limited stating the requisite details along with Cheque payable at par/Demand Draft payable at Mumbai, such that the same are received on or before the last date of payment of the Call Money i.e., **Monday, 1st September, 2025**.
- vi. All correspondence in this regard may be addressed to:



MUFG Intime India Private Limited (Unit: UPL Limited)
 C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,
 Vikhroli (West), Mumbai – 400 083, Maharashtra, India
Tel No.: +91 8108114949 | **Fax No.:** 022-49186060
E-mail ID: upl.callmoney@linkintime.co.in
Website: www.in.mpms.mufg.com
SEBI Registration No: INR000004058
Contact Person: Shanti Gopalkrishnan



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ANNEXURE 2

UPL LIMITED – SECOND AND FINAL CALL

ASBA APPLICATION FORM

(ONLY TO BE USED WHILE PAYING THROUGH PHYSICAL ASBA FACILITY)

1. NAME AND CONTACT DETAILS OF APPLICANT(S)			
Name of Sole/First Applicant			
Name of Second Applicant			
Name of Third Applicant			
Indian Address (sole/first applicant)			
E-mail:		Telephone / Mobile No.	

2. PERMANENT ACCOUNT NUMBER (PAN)		
Sole/First Applicant	Second Applicant	Third holder
<input type="text"/>	<input type="text"/>	<input type="text"/>

3. TYPE OF APPLICANTS (Please tick ✓):

☐ Resident ☐ Non Resident Note: Non-resident Applicants applying on non-repatriation basis should select "Resident".

4. DEPOSITORY ACCOUNT DETAILS: please provide your DP ID and Client ID (Please tick ✓ for NSDL or CDSL):-

☐ NSDL ☐ CDSL For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

Note: Transfer of partly paid-up equity shares shall be made in dematerialized form only.

5. APPLICATION DETAILS

Partly Paid-up Equity Share(s) held on Second and Final Call Record Date i.e. Friday, 1st August, 2025

Number of Partly paid-up equity shares held by Eligible Shareholder on Record date [I]	
Total amount payable on Second and Final Call at ₹ 180/- per partly paid-up equity share(s) [II] = [I] x ₹ 180/-	
Total amount payable (₹ in Figures)	
Total amount payable (₹ in Words)	
ASBA Bank A/c No.	

Name of the ASBA Account Holder: _____

SCSB Name and Address: _____

I/We authorise the SCSB to block the amount specified above as part of the ASBA process. I/ We confirm that I/ we are making the payment towards the Second and Final Call of ₹ 180/- per partly paid-up equity share of UPL Limited. I/ We confirm that I/ we are making the payment through my/ our bank account only and not using any third-party bank account for making such payment. Further, I/we confirm that the ASBA Account is held in my/ our own name.

Further, I/we understand that partly paid-up equity shares in respect of which the Second and Final Call remains unpaid may be forfeited, at any time after the due date for payment of the balance amount due in accordance with the Companies Act, 2013 and the Articles of Association of the Company.

Signature of ASBA Bank Account Holder(s)		
Sole/First Account Holder	Second Joint Account Holder	Third Joint Account Holder

Note: Signature(s) as per the specimen recorded with the SCSB. In case of joint shareholders, all the joint shareholders must sign in the same sequence as per specimen recorded with the SCSB.

6. SIGNATURE OF APPLICANT(S)

I/We hereby confirm that I/We have read, understood and accept the terms and conditions of the Second and Final Call Notice. I/We hereby confirm that I/we have read the Instructions for filling up this Application Form given overleaf. I/We understand that in case of successful acceptance of the Second and Final Call, my/our Beneficiary Account as mentioned in this Application Form would get credited in the fully paid-up equity share(s) of ₹ 2/- each of UPL Limited towards which Second and Final Call has been paid by me/us.

Sole/First Applicant	Second Joint Applicant	Third Joint Applicant
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Note: Signature(s) as per the specimen recorded with the Depository. In case of joint shareholders, all the joint shareholders must sign in the same sequence as per specimen recorded with the Depository.

UPL LIMITED – SECOND AND FINAL CALL		ACKNOWLEDGEMENT SLIP FOR APPLICANT(S)	Application form No.
Received from:		Collecting SCSBs Sign & Seal	
PAN			
DP ID and CLIENT ID:			
Amount Blocked (₹ in Figures):	Bank & Branch		
ASBA Bank A/c No.	Date :		
Tel. /Mobile No.:	Email Id:		

GENERAL INSTRUCTIONS

- a) Please read the instructions printed on the Application Form carefully.
- b) The Application form can be used by the Eligible Shareholders holding partly paid-up equity share(s) of UPL Limited on the Second and Final Call Record Date. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, please refer "Payment Modes - For payment through Physical/Online ASBA" in the **Annexure 1** to the Second and Final Call Notice.
- c) Applications forms should be submitted to the Designated Branch of the SCSB or made online/electronic through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Second and Final Call payable in their respective ASBA Accounts. Please note that on the last date of payment i.e., Monday, 1st September, 2025, Applications through ASBA process will be uploaded until 5:00 p.m. (Indian Standard Time).
- d) An Eligible Shareholder, wishing to pay the Second and Final Call Money through the ASBA facility, is required to have an ASBA enabled bank account with an SCSB, prior to making the Application.
- e) The Application form should be completed in all respects. The Application Form found incomplete with regard to any of the particulars required to be given therein, and/or which are not completed in conformity with the terms of the Second and Final Call Notice is liable to be rejected. The Application Form must be filled in English only.
- f) Application form should not be submitted to the Collection Bank (assuming that such Collection Bank is not an SCSB), the Company or the Registrar.
- g) In case of Application and payment through ASBA facility, Eligible Shareholders are required to provide necessary details, including details of the ASBA Account, authorization to the SCSB to block an amount equal to the Second and Final Call in the ASBA Account mentioned in the Application Form.
- h) All Applicants/ Eligible Shareholders, and in the case of Application in joint names, each of the joint Applicants/ Eligible Shareholders, should mention their PAN allotted under the Income- tax Act, irrespective of the amount of the Application. Except for Applications on behalf of the Central or the State Government, the residents of Sikkim and the officials appointed by the courts. Applications without PAN will be considered incomplete and are liable to be rejected.
- i) Eligible Shareholders must ensure that their PAN is linked with Aadhaar and are in compliance with the notification dated 13th February, 2020 issued by Central Board of Direct Taxes and press release dated 25th June, 2021 and 17th September, 2021.
- j) In case of Application through ASBA facility, all payments will be made only by blocking the amount in the ASBA Account.
- k) For physical Applications through ASBA at Designated Branches of SCSB, signatures should be either in English or Hindi or in any other language specified in the Eighth Schedule to the Constitution of India. Signatures other than in any such language or thumb impression must be attested by a Notary Public or a Special Executive Magistrate under his/her official seal. The Eligible Shareholders must sign the Application form as per the specimen signature recorded with the SCSB.
- l) In case of joint holders and physical Applications through ASBA process, all joint account holders must sign the relevant part of the Application Form in the same order and as per the specimen signature(s) recorded with the SCSB. In case of joint Applicants/ Eligible Shareholders, reference, if any, will be made in the first Applicant's/ Eligible Shareholders name and all communication will be addressed to the first Applicant/ Eligible Shareholders.
- m) Please note that Application form without depository account details shall be treated as incomplete and shall be rejected.
- n) Please note that Applications through ASBA may be submitted at all designated branches of the SCSBs available on the SEBI website at <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35>, updated from time to time, or at such other website as may be prescribed by SEBI from time to time.

LIST OF SELF CERTIFIED SYNDICATE BANKS (SCSBs)

For the payment of the Second and Final Call Money, following banks would be acting as SCSB: (1) AU Small Finance Bank Limited, (2) Axis Bank Ltd, (3) Bandhan Bank Limited, (4) Bank of Baroda, (5) Bank of India, (6) Bank of Maharashtra, (7) Barclays Bank Plc., (8) BNP Paribas, (9) Canara Bank, (10) Central Bank of India, (11) CITI Bank (12) City Union Bank Ltd., (13) Credit Suisse AG, Mumbai Branch, (14) DBS Bank Ltd., (15) Deutsche Bank, (16) Deutsche Bank AG (17) Dhanlaxmi Bank Limited, (18) Equitas Small Finance Bank Ltd, (19) GP Parsik Sahakari Bank Limited, (20) HDFC Bank Ltd., (22) ICICI Bank Ltd, (22) IDBI Bank Limited, (23) IDFC FIRST Bank, (24) Indian Bank, (25) Indian Overseas Bank, (26) IndusInd Bank, (27) J. P. Morgan Chase Bank, N.A., (28) Jammu and Kashmir Bank, (29) Jana Small Finance Bank Limited, (30) Janata Sahakari Bank Ltd., (31) Karnataka Bank Ltd., (32) Kotak Mahindra Bank Ltd., (33) Mehsana Urban Cooperative Bank Limited, (34) Nutan Nagarik Sahakari Bank Ltd., (35) Punjab National Bank, (36) Rajkot Nagarik Sahakari Bank Ltd, (37) RBL Bank Limited, (38) South Indian Bank (39) Standard Chartered Bank, (40) State Bank of India, (41) SVC Cooperative Bank Ltd., (42) Tamilnad Mercantile Bank Ltd., (43) The Ahmedabad Mercantile Co-Op Bank Ltd, (44) The Federal Bank, (45) The Hongkong & Shanghai Banking Corporation Ltd, (46) The Kalupur Commercial Cooperative Bank Ltd., (47) The Karur Vysya Bank Limited, (48) The Saraswat Co-Operative Bank Ltd, (49) The Surat Peoples Co-op Bank Ltd, (50) TJSB Sahakari Bank Ltd, (51) UCO Bank, (52) Union Bank of India, (53) Utkarsh Small Finance Bank Limited, (54) YES Bank Ltd.

- o) Eligible Shareholders can access the Second and Final Call Notice and annexures mentioned herein on the websites of:
 - i. Company at <https://www.upl-ltd.com/investors/shareholder-center/rights-issue>
 - ii. Registrar at <http://www.in.mpmf.com/> and
 - iii. the stock exchanges at www.bseindia.com and www.nseindia.com
- p) All correspondence in this regard may be addressed to:



MUFG Intime India Private Limited

(Unit: UPL Limited)

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West)

Mumbai – 400 083, Maharashtra, India

Tel No.: +91 8108114949 | Fax No.: 022-49186060

E-mail ID: upl.callmoney@linkintime.co.in | Website: www.in.mpmf.com

SEBI Registration No: INR000004058 | Contact Person: Shanti Gopalkrishnan



UPL LIMITED

(CIN: L24219GJ1985PLC025132)

Registered Office: 3-11, GIDC, Vapi, Valsad - 396 195, Gujarat, India, **Tel. No.:** +91 260 2432716

Corporate Office: UPL Ltd, Uniphos House, C.D. Marg, 11th Road, Madhu Park, Khar (West), Mumbai - 400 052, Maharashtra, India

Tel. No.: +91 22 7152 8000 **E-mail:** upl.investors@upl-ltd.com **Website:** www.upl-ltd.com

ANNEXURE 3

UPL LIMITED - PAYMENT SLIP

(To be used only in case of payment through cheque / demand draft)

ELIGIBLE SHAREHOLDERS MAKING PAYMENT SHOULD SUBMIT THIS PAYMENT SLIP ALONGWITH CHEQUE/DEMAND DRAFT

To
Axis Bank Limited
Branch:

(in case of non-availability of Axis Bank Collection Centers)

To,

MUFG Intime India Private Limited
(Previously known as Link Intime India Pvt. Ltd.)
Unit-UPL Limited, C 101, 1st Floor, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai - 400083, Maharashtra, India.

(Please fill name of branch, refer list overleaf)

SUB: SECOND AND FINAL CALL NOTICE TO THE HOLDERS OF PARTLY PAID-UP EQUITY SHARES

- I/We am/are registered member(s) of UPL Limited (the Company), holding partly paid-up equity shares on the record date i.e., Friday, 1st August, 2025 fixed by the Company for payment of the Second and Final Call.
- I/We have received the Final Call Notice from the Company calling upon me/us to pay the Second and Final Call and I/We are making this payment using my/our bank account only and I/We are not making payment from any third-party bank account.
- I/We give below my/our particulars, namely:

Name of sole/first holder	PAN	
Name of second holder	PAN	
Name of third holder	PAN	
Address (sole/first holder)		
E-mail:		Telephone / Mobile No.

- TYPE OF ELIGIBLE SHAREHOLDER (Please tick ✓):** ☐ Resident ☐ Non-Resident
Note: Non-Resident Eligible Shareholder applying on non-repatriation basis should select "Resident".

5. SECOND AND FINAL CALL NOTICE DETAILS:

DP ID and Client ID (For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit BO ID)	No. of partly paid-up equity shares held as on Call Record Date (1 st August, 2025) (A)	Amount due and payable @ ₹ 180 per partly paid-up equity share [(A) * ₹ 180] (₹ in figures)

Ref: Cheque/Demant Draft in favour of:

Resident Shareholders (R)	UPL Limited – Partly Paid-up Rights Share Second and Final Call Money Account – R
Non-Resident Shareholders (NR)	UPL Limited – Partly Paid-up Rights Share Second and Final Call Money Account – NR

6. PAYMENT DETAILS:

Cheque / demand draft amount (₹ in figures)	Cheque/ DD No.	Drawn on (Bank & Branch)	Date	Bank Serial No. (To be filled in by the Bank)

Sole/First Holder

Second Holder

Third Holder

Note: Signature(s) as per the specimen recorded with the Depository. In case of joint shareholders, all the joint shareholders must sign in the same sequence as per specimen recorded with the Depository.

ACKNOWLEDGEMENT SLIP – Second and Final Call Notice

Received Cheque/DD No. _____ dated _____ for ₹ _____ drawn on _____
[name of bank and branch] the amount aforesaid being the payment towards the Second and Final Call for the below mentioned partly paid-up equity shares of UPL Limited. (Details to be filled by the shareholder)

Name of the First/ Sole Holder DP ID-Client ID: _____	Sign and Stamp of the Collection Center
Date : _____ No. of partly paid-up equity shares: _____	
Amount on partly paid-up equity shares : _____	Date: _____

Notes:

Please also note the consequences of failure to pay Second and Final Call is given below:

1. Interest @ 10.00 % (Ten per cent only) p.a. will be payable for delay in payment of Second and Final Call beyond 1st September, 2025 (being the last date for making the payment of Second and Final Call Money) till the actual date of payment;
2. The partly paid-up equity shares of the Company currently held by you, including the amount already paid thereon may be liable to be forfeited on failure to pay the call(s), in accordance with the Companies Act 2013, Articles of Association of the Company and the Letter of Offer.
3. The Payment Slip is also available on the Company's website at <https://www.upl-ltd.com/investors/shareholder-center/rights-issue> and on the website of MUFG Intime India Private Limited ("RTA") at <http://www.in.mpms.mufig.com/>
4. You may also seek clarifications on any query related to the payment of Second and Final Call on the number +91 22 810 811 4949 (operational from Monday to Friday from 10 AM to 5 PM) or Email to upl.callmoney@linkintime.co.in and get your queries addressed.

List of Branches of Axis Bank where cheques or demand draft can be deposited

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. Samarsheshwar 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.

In case of non-availability of Axis Banks Collection Centers as mentioned above you may send the Payment Slip along with Cheque / Demand Draft to :

**MUFG Intime India Private Limited**

(Unit: UPL Limited)

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg,
Vikhroli (West), Mumbai – 400 083,
Maharashtra, India

Tel No.: +91 8108114949

Fax No.: 022-49186060

E-mail ID: upl.callmoney@linkintime.co.in

Website: www.in.mpms.mufig.com

SEBI Registration No: INR000004058

Contact Person: Shanti Gopalkrishnan