

OSIA HYPER RETAIL LIMITED

CIN: L52190GJ2013PLC077269

Registered Office: Basement Store 1, 4D Square, Opp. IIT Eng. College, Near D-Mart, Visat
Gandhinagar Highway, Motera, Ahmedabad 380 005, Gujarat

Email: cs2013.ohrl@gmail.com **Ph.** 94272 42527 **Website:** www.osiahypermart.com

Ref: OSIAHYPER/Reg. 44/Voting Result/AGM 2025

03rd October, 2025

To,

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C-1, G Block,

Bandra-Kurla Complex,

Bandra (E), Mumbai - 400 051.

Symbol: OSIAHYPER

**Sub: Voting Results along with consolidated Scrutinizer's Report of the 12th Annual
General Meeting of the company held on 30th September, 2025**

Dear Sir/Madam,

With reference to above mentioned subject and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended, we hereby submit the Voting Result in the prescribed format along with consolidated Scrutinizer's Report (Remote E-voting and voting through Poll at venue of the AGM), in respect of 12th AGM of the Company held on Tuesday, 30th September, 2025.

You are kindly requested to take the same on your records.

Yours faithfully,

For, Osia Hyper Retail Limited

(Dhirendra Gautamkumar Chopra)

Chairman and Managing Director

[DIN: 06473774]



G AAKASH & ASSOCIATES

Company Secretaries

Form MGT-13

Consolidated Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act 2013 and Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014]

The Chairman

Osia Hyper Retail Limited

Basement Store 1, 4d Square, Opp. Iit Eng College,
Nr. D-Mart, Visat Gandhinagar Highway, Motera,
Ahmedabad, Gujarat, India, 380005

Subject: Report on the resolution(s) passed through a poll conducted at the 12th Annual General Meeting ("AGM") and remote E-Voting of Osia Hyper Retail Limited ("the Company") held on Tuesday, 30th September, at 11:30 A.M. at Hotel Double Tree by Hilton, Ambli Bopal Road, Vikram Nagar, Ahmedabad, Gujarat, 380054.

Dear Sir,

I, Aakash Goel, proprietor of G Aakash & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Osia Hyper Retail Limited pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013, for the purpose of scrutinizing the remote e-Voting and ballot process in a fair and transparent manner and ascertaining the requisite majority on e-Voting and ballot process at the AGM held on Tuesday, 30th September, 2025 at 11:30 A.M.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended from time to time) relating to voting including voting by electronic means and (iii) Secretarial Standard-2 issued by ICSI.


My responsibility as a Scrutinizer is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members for the resolutions as set out in the Notice of the Annual General Meeting ("AGM"), based on the report generated from the e-voting system provided by NSDL, the agency engaged by the Company to provide remote e-voting facility and scrutiny of the ballot process conducted at the AGM of the Company.

The remote e voting period commenced Saturday, September 27, 2025 (9:00 a.m. IST) and ends on Monday, September 29, 2025 (5:00 p.m. IST).




The shareholders holding shares on the “cut off” date i.e. Tuesday, September 23, 2025 were entitled to vote on the proposed resolution of the Company.

The votes cast through e-voting were unlocked after the conclusion of voting at the AGM i.e. on Tuesday, 30th September, 2025 at 03:27 P.M. in the presence of two witnesses, who are not in the employment of the Company Ms. Chhavi Agrawal and Ms. Sakshi Goel.

Signature: 

Name: Ms. Chhavi Agrawal

Signature: 

Name: Ms. Sakshi Goel

Further to the above, I submit my report as under:

1. The Chairman at the Annual General Meeting held on Tuesday, 30th September, 2025 announced that members, who have not exercised remote e-voting facility, can exercise their votes through poll at the AGM.
2. I observed that: 15 (Fifteen) members had cast his/her vote at the meeting.
3. Based on the below mentioned results, I report that Special Business as contained in the Notice of AGM and as deliberated in the AGM have been passed with the requisite majority.

Item No. 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2025 and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).

- i. Voted **in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	41	1304980	8.54%
Present and Voting (in person or proxy)	15	13970154	91.46%
Total	56	15275134	100%

- ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	500	100%
Present and Voting (in person or proxy)	0	0	0
Total	1	500	100%

- iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of invalid votes cast
E-voting	0	0	0
Present and Voting (in person or proxy)	0	0	0
Total	0	0	0



Item No. 2: To appoint Mr. Dharendra G. Chopra, Chairman and Managing Director [DIN: 06473774], who retires by rotation at this meeting as a director and being eligible, offers himself for reappointment. (Ordinary Resolution)

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	38	1303497	8.53%
Present and Voting (in person or proxy)	15	13970154	91.47%
Total	53	15273651	100%

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	1983	100%
Present and Voting (in person or proxy)	0	0	0
Total	4	1983	100%

iii. Invalid votes:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of invalid votes cast
E-voting	0	0	0
Present and Voting (in person or proxy)	0	0	0
Total	0	0	0

Item No. 3: Appointment of Bhumika Ranpura & Associates, Practicing Company Secretary, as the Secretarial Auditors of the company and fix their remuneration. (Ordinary Resolution)

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	40	1304800	8.54%
Present and Voting (in person or proxy)	15	13970154	91.46%
Total	55	15274954	100%

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	680	100%
Present and Voting (in person or proxy)	0	0	0
Total	2	680	100%



iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of invalid votes cast
E-voting	0	0	0
Present and Voting (in person or proxy)	0	0	0
Total	0	0	0

Item No. 4: To regularize/appoint Mr. Dheeraj Tolani, Additional Director [DIN: 09604968] as an Independent Director of the company for the Period of 5 years. (Special Resolution)

i. **Voted in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	39	1303500	8.53%
Present and Voting (in person or proxy)	15	13970154	91.47%
Total	54	15273654	100%

ii. **Voted against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	1980	100%
Present and Voting (in person or proxy)	0	0	0
Total	3	1980	100%

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of invalid votes cast
E-voting	0	0	0
Present and Voting (in person or proxy)	0	0	0
Total	0	0	0

Item No. 5 To regularize/appoint Mr. Nishit Popat, Additional Director [DIN: 09279612] as an Independent Director of the company for the Period of 5 years. (Special Resolution)

i. **Voted in favour** of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	39	1303500	8.53%
Present and Voting (in person or proxy)	15	13970154	91.47%
Total	54	15273654	100%



ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	1980	100%
Present and Voting (in person or proxy)	0	0	0
Total	3	1980	100%

iii. **Invalid** votes:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of invalid votes cast
E-voting	0	0	0
Present and Voting (in person or proxy)	0	0	0
Total	0	0	0

I further report that the Chairman or any other person as authorized may declare and confirm the above results of e-Voting as well as Ballot Process. The results of the e-Voting and voting at AGM shall be communicated to the Stock Exchange by the Company where its shares are presently listed.

I further report that the polling papers and other relevant records relating to e-Voting and Ballot will be handed over to the Chairman for safe keeping after the Chairman approves and signs the minutes of the meeting.

I pay my sincere thanks to the management of the Company for giving me the opportunity to act as the scrutinizer for the purpose of e-Voting and Ballot Process.

Thanking You.
Yours faithfully,

For G Aakash & Associates
Company Secretaries

Countersigned by the Chairperson



Aakash Goel

(Prop.)

M. No.: A57213

CP No.: 21629

UDIN: A057213G001438439

Date: October 03, 2025

Place: Panipat

OSIA HYPER RETAIL LIMITED

Voting Result of the 12th Annual General Meeting

Date of Annual General Meeting	30 th September, 2025
Total Number of Shareholders on record date (i.e. 23 rd September, 2025 – Cut-off date for e-voting Purpose)	43,440
No. of Shareholders present in the meeting either in person or proxy	
1. Promoters & Promoter Group	04
2. Public	36

Resolution: 1

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2025 and the reports of the Board of Directors and Auditors thereon.

Resolution required (Ordinary/Special)					Ordinary			
Whether Promoter/Promoter Group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of Votes in Favour on Votes Polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	84106363	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	84106363	0	0	0	0	0	0
Public-Institutions	E-Voting	175674	175674	100.00	175674	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	175674	175674	100.00	175674	0	100.00	0
Public-Non Institutions	E-Voting	92676863	1129806	1.2191	1129306	500	99.9557	0.0443
	Poll		13970154	15.074	13970154	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	92676863	15099960	16.2931	15099460	500	99.9967	0.0033
Total		176958900	15275634	8.6323	15275134	500	99.9967	0.0033

Resolution: 2

To appoint Mr. Dharendra G. Chopra, Chairman and Managing Director [DIN: 06473774], who retires by rotation at this meeting as a director and being eligible, offers himself for reappointment.

Resolution required (Ordinary/Special)					Ordinary			
Whether Promoter/Promoter Group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of Votes in Favour on Votes Polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	84106363	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	84106363	0	0	0	0	0	0
Public-Institutions	E-Voting	175674	175674	100.00	175674	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	175674	175674	100.00	175674	0	100.00	0
Public-Non Institutions	E-Voting	92676863	1129806	1.2191	1127823	1983	99.8245	0.1755
	Poll		13970154	15.074	13970154	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	92676863	15099960	16.2931	15097977	1983	99.9869	0.0131
Total		176958900	15275634	8.6323	15273651	1983	99.987	0.013

Resolution: 3

Appointment of Bhumika Ranpura& Associates, Practicing Company Secretary, as the Secretarial Auditors of the company and fix their remuneration.

Resolution required (Ordinary/Special)					Ordinary			
Whether Promoter/Promoter Group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of Votes in Favour on Votes Polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	84106363	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	84106363	0	0	0	0	0	0
Public-Institutions	E-Voting	175674	175674	100.00	175674	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	175674	175674	100.00	175674	0	100.00	0
Public-Non Institutions	E-Voting	92676863	1129806	1.2191	1129126	680	99.9398	0.0602
	Poll		13970154	15.074	13970154	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	92676863	15099960	16.2931	15099280	680	99.9955	0.0045
Total		176958900	15275634	8.6323	15274954	680	99.9955	0.0045

Resolution: 4

To regularize/appoint Mr. Dheeraj Tolani, Additional Director [DIN: 09604968] as an Independent Director of the company for the Period of 5 years.

Resolution required (Ordinary/Special)					Special			
Whether Promoter/Promoter Group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of Votes in Favour on Votes Polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	84106363	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	84106363	0	0	0	0	0	0
Public-Institutions	E-Voting	175674	175674	100.00	175674	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	175674	175674	100.00	175674	0	100.00	0
Public-Non Institutions	E-Voting	92676863	1129806	1.2191	1127826	1980	99.8247	0.1753
	Poll		13970154	15.074	13970154	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	92676863	15099960	16.2931	15097980	1980	99.9869	0.0131
Total		176958900	15275634	8.6323	15273654	1980	99.987	0.013

Resolution: 5

To regularize/appoint Mr. Nishit Popat, Additional Director [DIN: 09279612] as an Independent Director of the company for the Period of 5 years.

Resolution required (Ordinary/Special)					Special			
Whether Promoter/Promoter Group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of Votes in Favour on Votes Polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	84106363	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	84106363	0	0	0	0	0	0
Public-Institutions	E-Voting	175674	175674	100.00	175674	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	175674	175674	100.00	175674	0	100.00	0
Public-Non Institutions	E-Voting	92676863	1129806	1.2191	1127826	1980	99.8247	0.1753
	Poll		13970154	15.074	13970154	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	92676863	15099960	16.2931	15097980	1980	99.9869	0.0131
Total		176958900	15275634	8.6323	15273654	1980	99.987	0.013