



Osia Hyper Retail Limited  
Corporate Add: Osia hypermart  
4d Square Basment-one,  
Visat To Gandhinagar Highway, Motera,  
Ahmedabad, Gujarat-380 005.  
Mob : 7096036838  
Email Us : osiahyper01@gmail.com

CIN: L52190GJ2013PLC077269

Date: 06-07-2023

NSE/21/2023-24

To,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C- 1, Block-G, Bandra Kurla Complex,  
Bandra (E), Mumbai-400 051

Dear Sir/Madam,

**SUBJECT: Submission of Proceedings of the Postal Ballot pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**REF: Osia Hyper Retail Limited (Symbol: OSIAHYPER).**

With reference to the above subject, we herewith enclose the copy of the proceedings of the Postal Ballot for your reference and record.

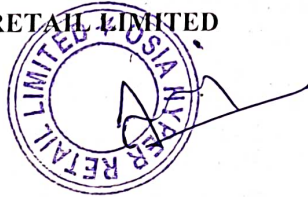
Kindly take this information on your record.

Thanking You,

Yours faithfully,

**FOR, OSIA HYPER RETAIL LIMITED**

ARCHNA NAGRANI  
DIRECTOR  
DIN: 02545015





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**SUMMARY OF THE PROCEEDINGS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY THE SHAREHOLDERS OF OSIA HYPER RETAIL LIMITED ON JULY 05, 2023**

The Board of Directors, at the Board Meeting held on June 05, 2023, decided to obtain consent of the members through Postal Ballot under Section 110 and 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following matter:

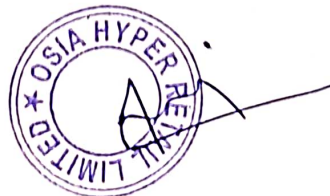
**ITEM NO. 1: SPECIAL RESOLUTION TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND MAKE CONSEQUENT ALTERATION IN CLAUSE V OF THE MEMORANDUM OF ASSOCIATION.**

In compliance with the requirements of Sections 108 and 110 of the Act read with the Companies Rules and in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and 20/2021 dated December 8, 2021 issued by Ministry of Corporate Affairs (the "MCA Circulars") and in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, hard copy of the Notice along with postal ballot forms and prepaid business envelope were not sent to the shareholders for the said postal ballot and shareholders were requested to carefully read the instructions indicated in the Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders were also requested to follow the procedure as stated in the notes and instructions for casting their votes by remote E-voting.

The Postal Ballot notice dated June 05, 2023 was sent to Members of Company whose names appeared in the Register of Members/Record of Depositories as on Friday, June 02, 2023 (Cut-Off Date) through email on June 05, 2023 to those members who have registered their email IDs with the Company / Depository along with the details of Login Id and Password to the members/shareholders who have registered their email ids with depositories or with the Company.

Further, in light of the MCA Circulars referred herein above, for remote e-voting for this postal ballot, the shareholders whether holding equity shares in demat form or physical form and who have not submitted their email addresses with company/depository and in consequence to whom the Postal Ballot Notice could not be serviced, were requested to temporarily get their e-mail addresses registered with the Company by following the procedure - (a) In case shares held in physical mode, by providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) through email to cs2013.ohrl@gmail.com; (b) In case shares held in demat mode, by providing DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) through email to cs2013.ohrl@gmail.com; and (c) Alternatively by sending an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by providing the above mentioned documents as the case may be.

Pursuant to Sections 108 and 110 of the Act read with the Companies Rules and in accordance with MCA Circulars, the Company had provided remote e-voting facility only. The Company had engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to the Members of the Company.





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The voting period was commenced on Tuesday, June 06, 2023 (09:00 A.M.) and was ended on Wednesday, July 05, 2023 (05:00 P.M.) (Both days inclusive).

The Members were requested to cast their votes electronically up to 05:00 P.M. on Wednesday, July 05, 2023. E-voting module was disabled for voting by NSDL.

The Board of Directors at their meeting held on June 05, 2023 appointed Mr. Abhishek Prakashchand Chhajed, partner of SCS AND Co. LLP (LLPIN: AAV-1091) Company Secretary in Practice (Firm Unique Code: L2020GJ008700), as Scrutinizer to scrutinize the votes casted by Members and for conducting Postal Ballot in a fair and transparent manner.

The scrutinizer carried out the scrutiny of votes casted electronically up to 05:00 P.M. on Wednesday, July 05, 2023 and he submitted his report dated July 06, 2023

Mrs. Archana Nagrani, Director, in present of Executive Director, declared the result of the Postal Ballot, which is annexed herewith.

Since in respect of the Special Business as provided in the Notice of Postal Ballot dated June 05, 2023; all the conditions given under Section 114(2) of the Companies Act, 2013 are fulfilled in respect of Special Business No. 1 which is approved by the Shareholders through remote e-voting as Special Resolution.

**FOR, OSIA HYPER RETAIL LIMITED**

**ARCHNA NAGRANI**  
**DIRECTOR**  
**DIN: 02545015**





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Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated June 05, 2023 by the Osia Hyper Retail Limited (in SEBI Format)

RESOLUTION NO. 1 - Special Resolution Passed with requisite majority.			SPECIAL RESOLUTION TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND MAKE CONSEQUENT ALTERATION IN CLAUSE V OF THE MEMORANDUM OF ASSOCIATION.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60000000	59984000	99.97	59984000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		59984000	99.97	59984000	0	100.00	0.00
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	43123900	2963931	6.87	2940735	23196	99.22	0.78
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2963931	6.87	2940735	23196	99.22	0.78
<b>Total</b>		<b>103123900</b>	<b>62947931</b>	<b>61.04</b>	<b>62924735</b>	<b>23196</b>	<b>99.96</b>	<b>0.04</b>
Whether resolution is Pass or Not							Yes, Passed	
Disclosure of Notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

FOR, OSIA HYPER RETAIL LIMITED

ARCHINA NAGRANI  
 DIRECTOR  
 DIN: 02545015





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CIN: L52190GJ2013PLC077269

Date: 06-07-2023

NSE/22/2023-24

To,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C- 1, Block-G, Bandra Kurla Complex,  
Bandra (E), Mumbai-400 051

Dear Sir/Madam,

**SUBJECT: Voting Result of the Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**REF: Osia Hyper Retail Limited (Symbol: OSIAHYPER).**

With reference to the above subject, we herewith enclose the copy of Voting Result of the Postal Ballot for your reference and record.

As per the Report submitted by the Scrutinizer, all the Special Business mentioned in the Postal Ballot Notice dated June 05, 2023 are approved by the Members of the Company as Special Resolution.

Kindly take this information on your record.

Thanking You,

Yours faithfully,

**FOR, OSIA HYPER RETAIL LIMITED**

**ARCHNA NAGRANI**  
**DIRECTOR**  
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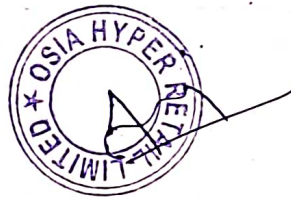
CIN: L52190GJ2013PLC077269

**VOTING RESULTS**  
**POSTAL BALLOT NOTICE DATED JUNE 05, 2023 OF OSIA HYPER RETAIL LIMITED**

General information about company	
NSE Symbol	OSIAHYPER
BSE Scrip code	-
MSEI Symbol	-
ISIN	INE06IR01021
Name of the company	OSIA HYPER RETAIL LIMITED
Type of meeting	Postal Ballot
Date of the meeting / Last date of receipt of Postal Ballot forms (in case of Postal Ballot)	July 05, 2023
Start time of the meeting	NA
End time of the meeting	NA

Scrutinizer Details	
Name of the Scrutinizer	Mr. Abhishek Prakashchand Chhajed
Firms Name	M/s. SCS AND CO. LLP
Qualification	Practising CS
Membership Number	F11334
Date of Board Meeting in which appointed	June 05, 2023
Date of Issuance of Report to the company	July 06, 2023

Voting results	
Record date (Cut Off date)	02.06.2023
Total number of shareholders on record date	3400
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA
b) Public	NA
No. of shareholders attended the meeting through video conference	
a) Promoters and Promoter group	NA
b) Public	NA
No. of resolutions passed in the meeting	1
Disclosure of notes on voting results	





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Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
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	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		60000000	59984000	99.97	59984000	0	100.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	43123900	2963931	6.87	2940735	23196	99.22	0.78
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		43123900	2963931	6.87	2940735	23196	99.22
Total		103123900	62947931	61.04	62924735	23196	99.96	0.04
Whether resolution is Pass or Not							Yes, Passed	
Disclosure of Notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

FOR, OSIA HYPER RETAIL LIMITED

ARCHINA NAGRANI  
DIRECTOR  
DIN: 02545015





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**& CO. LLP**  
(AAV-1091)  
**Company Secretaries**

**Scrutinizer Report on Remote E-Voting in respect of resolution proposed through Postal Ballot**  
[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies  
(Management and Administration) Rules, 2014]

To,  
**The Board of Directors**  
**OSIA HYPER RETAIL LIMITED**  
Basement Store 1, 4D Square,  
Opp. IIT Eng College, Nr. D-Mart,  
Visat, Gandhinagar Highway, Motera,  
Ahmedabad - 380 005, Gujarat, India

Dear Sir,

**Sub: Scrutinizer Report on Special Businesses proposed through Postal Ballot under Section 110 read with Section 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).**

I, Abhishek Chhajed, Partner of M/s. SCS AND Co. LLP, Practicing Company Secretary, have been appointed as a Scrutinizer of Osia Hyper Retail Limited ("the Company"), pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the votes casted by the Members of the Company through Remote E-Voting Platform ("remote e-voting platform") of National Securities Depository Limited ("NSDL" or "E-voting Agency") in respect of Special Business proposed through Postal Ballot Notice dated June 05, 2023 ("Postal Ballot") and carrying out the said Postal Ballot process in a fair and transparent manner.

**RESPONSIBILITY OF THE MANAGEMENT OF THE COMPANY:**

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and passing of resolutions through Postal Ballot.

**RESPONSIBILITY OF SCRUTINIZER:**

My responsibility, as a scrutinizer, is limited to ensure and scrutinize the votes casted through remote e-voting platform and supervise the process of postal ballot in a fair and transparent manner and to make a report on the votes casted "in favour" or "against" the resolution, the reports generated from the remote e-voting platform of E-voting agency.

**IT MAY BE NOTED THAT;**

In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 1, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 1, 2021 and 20/2021 dated December 8, 2021 (the "MCA Circulars") and in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, hard copy of the Notice and postal ballot forms and prepaid business envelope were not sent to the shareholders for the said postal ballot and shareholders were requested to carefully read the instructions indicated in the Notice and communicate

**REGD. OFFICE:**

415, Pushpam Complex, Near Bank of Baroda,  
Opp. Sima Hall, Satellite, Ahmedabad-380015

**BRANCH OFFICE:**

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Company Secretaries

their assent (for) or dissent (against) through remote e-voting only. Shareholders were also requested to follow the procedure as stated in the notes and instructions for casting their votes by remote E-voting.

As per the Notice of Postal Ballot, following Special Business were proposed for the approval of Members through Remote E-voting.

**ITEM NO. 1: SPECIAL RESOLUTION TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND MAKE CONSEQUENT ALTERATION IN CLAUSE V OF THE MEMORANDUM OF ASSOCIATION.**

**I HEREBY REPORT AS UNDER;**

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, June 02, 2023, the Company completed dispatch of the Notice of the Postal Ballot;
  - Through E-Mail on June 05, 2023 to the members whose E-Mail Id's are registered with company/depository participant.
  - Those shareholders who had not registered their e-mail address were requested to get their e-mail addresses submitted, by following the procedure - (a) In case shares held in physical mode, by providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) through email to cs2013.ohrl@gmail.com; (b) In case shares held in demat mode, by providing DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) through email to cs2013.ohrl@gmail.com; and (c) Alternatively by sending an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by providing the above mentioned documents as the case may be.
2. The Company had also placed the Notice of Postal Ballot on its web site www.osiahypermart.com as well as web site of E-voting Agency viz www.evoting.nsdl.com and website of National Stock Exchange of India Limited.
3. The Company had published the newspaper advertisement for date and time of commencement and end of remote e-voting and Postal Ballot in;
  - A. Financial Express (Vernacular Language - Gujarati) on Tuesday, June 06, 2023 &
  - B. Financial Express (English Language) on Tuesday, June 06, 2023.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. Friday, June 02, 2023 were requested to vote through remote e-voting platform on the businesses mentioned in the Notice of Postal Ballot of the Company.
5. In terms of the aforesaid Notice, remote e-voting was opened for thirty days which commenced on Tuesday, June 06, 2023 (09:00 A.M.) and was ended on Wednesday, July 05, 2023 (05:00 P.M.) (Both days inclusive) and members of the Company, holding Equity Shares of the Company as on Friday, June 02, 2023, were required to cast their votes electronically, conveying their assent or dissent in respect of the special businesses mentioned in the Notice of Postal Ballot through remote e-voting platform provided by NSDL.

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Company Secretaries

6. After the Completion of Voting Period as mentioned above, I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of NSDL Remote E-voting Platform.
7. The summary of votes casted through remote e-voting platform in respect of special businesses proposed in the notice of postal ballot is annexed herewith.

**Result of the Postal ballot:**

In respect of Special Business No. 1 as proposed in the Notice of Postal Ballot dated June 05, 2023; all conditions given under Section 114 (2) of the Companies Act, 2013 are fulfilled in respect of Special Business No. 1 which are approved by the shareholders through remote e-voting as Special Resolutions.

The result of the voting by members through remote e-voting in respect of the above mentioned businesses may, accordingly be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

8. The Register, all other papers and relevant records relating to remote e-voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot and thereafter the same will be handed over to the company secretary of the Company.

**FOR, SCS ANDCO. LLP**  
**Company Secretaries**  
**Firm Registration Number: - L2020GJ008700**

*CS ABHISHEK CHHAJED*

**CS ABHISHEK CHHAJED**  
**Partner**  
**Mem. No.: F11334**  
**UDIN: F011334E000555317**



**Date: 06.07.2023**  
**Place: Ahmedabad**

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(AAV-1091)  
Company Secretaries

### DECLARATION

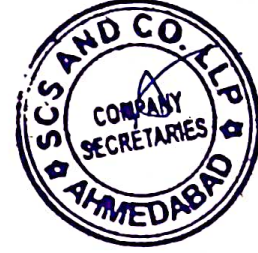
We, the undersigned witnessed that the remote e-voting result/list was unblocked and downloaded from the NSDL website ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com)) in our presence on Wednesday, July 05, 2023 around at 05:19 p.m.

Witness 1: Ms. Kriya Shah

*K.D.S.*

Witness 2: Ms. Megha Garg

*Mgarg.*



SCS  
& CO. LLP

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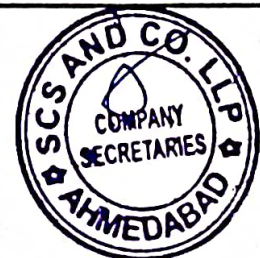
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**Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated June 05, 2023 by the Osia Hyper Retail Limited (in SEBI Format)**

RESOLUTION NO. 1 - Special Resolution Passed with requisite majority.			SPECIAL RESOLUTION TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND MAKE CONSEQUENT ALTERATION IN CLAUSE V OF THE MEMORANDUM OF ASSOCIATION.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60000000	59984000	99.97	59984000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>60000000</b>	<b>59984000</b>	<b>99.97</b>	<b>59984000</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	43123900	2963931	6.87	2940735	23196	99.22	0.78
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>43123900</b>	<b>2963931</b>	<b>6.87</b>	<b>2940735</b>	<b>23196</b>	<b>99.22</b>
<b>Total</b>		<b>103123900</b>	<b>62947931</b>	<b>61.04</b>	<b>62924735</b>	<b>23196</b>	<b>99.96</b>	<b>0.04</b>
Whether resolution is Pass or Not							Yes, Passed	
Disclosure of Notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



REGD. OFFICE:

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**SCS**  
**& CO. LLP**  
(AAV-1091)  
Company Secretaries

Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated June 05, 2023 by the Osia Hyper Retail Limited (in Companies Act, 2013 Format)

**RESOLUTION NO. 1: SPECIAL RESOLUTION TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND MAKE CONSEQUENT ALTERATION IN CLAUSE V OF THE MEMORANDUM OF ASSOCIATION**

**(i) Voted in favour of the resolution:**

Voting Description	Number of Members Voted	Number of Shares for which votes casted	% of total number of valid votes casted
Remote E-Voting	26	62924735	100.00
Total	26	62924735	100.00

**(ii) Voted against the resolution:**

Voting Description	Number of Members Voted	Number of Shares for which votes casted	% of total number of valid votes casted
Remote E-Voting	1	23196	100.00
Total	1	23196	100.00

**(iii) Invalid/Abstained Votes:**

Voting Description	Number of Members Voted	Number of Shares for which votes casted
Remote E-Voting	0	0
Total	0	0

FOR, SCS AND CO. LLP  
Company Secretaries  
Firm Registration Number: - L2020GJ008700



*Banjed*  
CS ABHISHEK CHHAJED  
Partner  
Mem. No.: F11334  
UDIN: F011334E000555317  
Date: 06.07.2023  
Place: Ahmedabad

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