

# 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](mailto:cs2013.ohrl@gmail.com) Ph. 94272 42527 Website: [www.osiahypermart.com](http://www.osiahypermart.com)

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September 17, 2025

**The Manager**

**Listing Department**

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor, Plot No. C/1,

G Block, Bandra-Kurla Complex, Bandra

Mumbai - 400 051, Maharashtra, India.

Symbol: OSIAHYPER

Dear Sir(s),

**Sub: Outcome of Board Meeting of Osia Hyper Retail Limited("the Company")held on September 17, 2025**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company at its meeting held on September 17, 2025, has inter-alia, considered and approved the following matters:

1. Took note the letter dated September 03, 2025, received from Elitecon International Limited ("EIL") wherein EIL has conveyed the following:
  - a) Withdraw its intention to subscribe to 4,54,54,545 (Four Crores Fifty Four Lakhs Fifty Four Thousand Five Hundred Forty Five) equity shares of face value Re.1/- (Rupee One Only) each aggregating upto Rs.99,99,99,990/- (Rupees Ninety Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred Ninety only) proposed to be issued on preferential basis.
2. Took note the letter dated September 16, 2025, received from Elitecon International Limited ("EIL") wherein EIL has conveyed the following:
  - a) Withdraw its intention to subscribe to 5,45,45,454 (Five Crores Forty Five Lakhs Forty Five Thousand Four Hundred Fifty Four) Convertible warrants at issue price of Rs.22/- (Rupees Twenty Two) each aggregating upto Rs.119,99,99,988/- (Rupees One Hundred Nineteen Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred Eighty Eight only) proposed to be issued on preferential basis.
3. The total proposed investment by EIL, amounting to Rs.219,99,99,978 (Rupees Two Hundred and Nineteen Crores Ninety-Nine Lakhs Ninety-Nine Thousand Nine Hundred Seventy-Eight only), will now be made by Foreign Portfolio Investors (FPIs). Following FPIs will participate in the proposed preferential issue of convertible warrants.

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S. No.	Name of the proposed allottee	Pre- Preferential - Category of the allottee as per Regulation 31(1) of SEBI (LODR) Regulations, 2015	Post- Preferential - Category of the allottee as per Regulation 31(1) of SEBI (LODR) Regulations, 2015	No. of Warrants proposed to be allotted
1.	Magnifica Global Opportunities VCC - MGO High Conviction Fund Incorporated VCC Sub-Fund	Non-promoter	Non-promoter	3,40,90,909
2.	Nautilus Private Capital Ltd	Non-promoter	Non-promoter	3,40,90,909
3.	Ebene Global Opportunity Fund	Non-promoter	Non-promoter	3,18,18,181
	<b>Total</b>			<b>9,99,99,999</b>

Accordingly, the Item No. 3 and Explanatory statement thereto contained in the EGM Notice dated August 30, 2025 relating to preferential issue of Equity Shares along the Item No. 4 and Explanatory Statement thereto in the EGM Notice of convertible warrants proposed to be subscribed by EIL will be withdrawn and the Foreign Portfolio Investors (FPIs) mentioned herein above will participate in the proposed preferential issue of convertible warrants.

4. Withdrawal of application for In-Principle approval for listing of 4,54,54,545 (Four Crores Fifty Four Lakhs Fifty Four Thousand Five Hundred Forty Five) Equity Shares of face value of Re.1/- (Rupee One Only) each proposed to be issued on preferential basis aggregating upto Rs.99,99,99,990/- (Rupees Ninety Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred Ninety only) filed by the Company on NEAPS portal of National Stock Exchange of India Limited ("NSE").
5. Increase the Issue size of fund raising by way of Preferential Issue of Convertible Warrants ("Warrants") **from** upto Rs.350,00,00,000/- (Rupees Three Hundred Fifty Crores Only) **to** upto Rs.449,99,99,988/- (Rupees Four Hundred Forty Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred Eighty Eight only), in accordance with provisions of Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable rules, regulations and guidelines of SEBI and applicable provisions of Companies Act, 2013; Foreign Exchange Management

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Act, 1999 and applicable FEMA Regulations subject to the receipt of approval of the Members of the Company and such other approval(s)/ permission(s)/ consent(s)/ sanction(s) of any government/ regulatory/ statutory authorities, as may be required.

Details w.r.t. the proposed Preferential Issue in terms Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, read with SEBI Circular No. SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure-A**

6. Change in the venue for the Extra Ordinary General Meeting (“EGM”) of the Company which is scheduled to be held on September 22, 2025 ~~from~~ the registered office of the Company situated at Basement Store 1, 4D Square, Opp. IIT Eng College, NR. D-mart, Visat Gandhinagar Highway, M, Otera, Ahmedabad, Gujarat, India, 380005 ~~to~~ Hotel Double Tree by Hilton, Ambli Bopal Road, Vikram Nagar, Ahmedabad, Gujarat, 380054, India.
7. The corrigendum in respect of the aforementioned changes which was to be published in the newspapers was placed before the Board of Directors and approved.
8. Appointment of Mrs. Riddhiben Kevinkumar Tilva [DIN: 10706085] as an Additional Director (Independent Director) of the company for a period of five years w.e.f 17<sup>th</sup> September, 2025 subject to approval of Shareholders in the General Meeting /Postal Ballot of the company.

The Board Meeting commenced at **05:00 PM** and concluded at **09:30 P.M.**

This is for your information and record.

For **OSIA HYPER RETAIL LIMITED**

**(DHIRENDRA GAUTAMKUMAR CHOPRA)**  
**MANAGING DIRECTOR**  
**DIN: 06473774**

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Annexure A

**Disclosure in respect of the Preferential Issue, in terms of Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.**

Sr. No.	Particulars	Details								
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.	Convertible warrants of the Company (“Warrants”).								
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment								
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issuance to upto 20,45,45,454 (Twenty Crores Forty Five Lakhs Forty Five Thousand Four Hundred Fifty Four) Convertible Warrants (“Warrants”), for cash at an issue price of Rs.22/- (Rupees Twenty Two Only) (“Warrant Issue Price”) per warrant aggregating to Rs.449,99,99,988/- (Rupees Four Hundred Forty Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Nine Hundred Eighty Eight only)								
4.	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):									
a.	Name of the investor	<div>The names of the Proposed Allottees are :</div> <table><tr><th>Sl. No.</th><th>Proposed Allottee</th><th>Category</th><th>Number of Equity Shares proposed to be issued</th></tr><tr><td>1.</td><td>Eminence Global Fund PCC - Eubilia Capital Partners Fund I</td><td>Non-promoter</td><td>3,63,63,636</td></tr></table>	Sl. No.	Proposed Allottee	Category	Number of Equity Shares proposed to be issued	1.	Eminence Global Fund PCC - Eubilia Capital Partners Fund I	Non-promoter	3,63,63,636
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1.	Eminence Global Fund PCC - Eubilia Capital Partners Fund I	Non-promoter	3,63,63,636							

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		2.	Zeal Global Opportunities Fund	Non-promoter	2,95,45,455	
		3.	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-Fund	Non-promoter	3,86,36,364	
		4.	Magnifica Global Opportunities VCC - MGO High Conviction Fund Incorporated VCC Sub-Fund	Non-promoter	3,40,90,909	
		5.	Nautilus Private Capital Ltd	Non-promoter	3,40,90,909	
		6.	Ebene Global Opportunity Fund	Non-promoter	3,18,18,181	
		b.	Post allotment of securities- outcome of the subscription	Details of the shareholding of the Proposed Allottee in the Company, prior to and after the Preferential Issue, are as under:		
		<b>Proposed Allottee</b>	<b>Pre-preferential issue shareholding percentage</b>		<b>Post-exercise of warrants into Equity Shares*</b>	
			<b>Shares</b>	<b>%</b>	<b>Shares</b>	<b>%</b>
		Eminence Global Fund PCC - Eubilia Capital Partners Fund I	NIL	NIL	3,63,63,636	9.53
		Zeal Global Opportunities Fund	NIL	NIL	2,95,45,455	7.74
		North Star Opportunities Fund VCC-Bull Value	NIL	NIL	3,86,36,364	10.13

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		Incorporated VCC Sub-Fund				
		Magnifica Global Opportunities VCC - MGO High Conviction Fund Incorporated VCC Sub-Fund	NIL	NIL	3,40,90,90 9	8.94
		Nautilus Private Capital Ltd	NIL	NIL	3,40,90,90 9	8.94
		Ebene Global Opportunity Fund	NIL	NIL	3,18,18,18 1	8.34
		*Post Issue Shareholding has been calculated assuming full conversion of the warrants to be issued into equity shares. The percentage of shareholding and voting rights exercised by the shareholders of the Company will change in accordance with the change in the shareholding pattern pursuant to the proposed QIP.				
c.	Issue price	The price at which the Equity Shares shall be issued is not lower than the floor price calculated in accordance with Chapter V of the SEBI ICDR Regulations.				
d.	Number of investors	Up to 6 (Six) allottees.				
e.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant will be convertible into, or exchangeable for 1 (one) fully paid-up equity share of the Company of face value of Rs.1/- (Rupees One) each, which may be exercised in one or more tranches during a period of 18 (eighteen) months commencing from the date of allotment of the Warrants.				