

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

August 23, 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 onAugust 23, 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 August 23, 2025, has inter-alia, considered and approved the following matters:

1. Increase the Authorized share capital of the Company to Rs.500,00,00,000/- (Five Hundred Crores Only) 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.
2. Issue of Equity Shares through Qualified Institutions Placement ("QIP") for an aggregate amount up to Rs.200,00,00,000/- (Rupees Two Hundred Crores only)(inclusive of such premium) 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 Qualified Institutions Placement in terms Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure A**.

3. Issue of Equity Shares on Preferential basis for an aggregate amount upto Rs.100,00,00,000/- (One Hundred Crores) 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 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.

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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 Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure B**.

4. Issue of Convertible Warrants (“Warrants”) on Preferential basis for an aggregate amount upto Rs.350,00,00,000/- (Rupees Three Hundred Fifty Crores 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 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-C**

5. The Extra Ordinary General Meeting (“EGM”) of the Company will be held on September 22, 2025 at 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.
6. The Notice convening the EGM which shall be submitted to the National Stock Exchange of India Limited (“NSE”) and dispatched to the members in due course, in compliance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations and other applicable laws.
7. Appointment of Mr. AakashGoel, Proprietor of G Aakash& Associates, Company Secretaries (Membership No. A57213, CP No.21629) as Scrutinizer for the ensuing EGM of the Company.
8. Fixed the Cut-off date for dispatching the Notice of the ensuing EGM to the members of the Company and determining the eligibility of shareholders to vote at the ensuing EGM.

Further, please note that the Company has fixed the following dates in connection with EGM of the Company for the Financial Year 2025-26.

S. No.	Particulars	Relevant Date
1.	Date of EGM	Monday, September 22, 2025
2.	Purpose of Book Closure & Period	EGM of the Company & Period - Tuesday, September 16, 2025 to Monday, September 22, 2025 (both days inclusive)
3.	Cut-off for remote e-voting	Monday, September 15, 2025
4.	Remote E-Voting	Friday, September 19, 2025 (09:00 A.M.) to Sunday, September 21, 2025 (05:00 P.M)

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The Board Meeting commenced at 05:00P.M. and concluded at 5:10 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 Qualified Institutions Placement (“QIP”), 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.

Sl. No	Particulars	Disclosure
1.	Type of the securities proposed to be issued	Equity Shares in accordance with applicable law.
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)	Qualified Institutional Placements (“QIP”) in accordance with the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Section 42 and other applicable provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable laws.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to an aggregate amount not exceeding Rs.200,00,00,000/-(Rupees Two Hundred Crores Only) (inclusive of such discount or premium to market price) at such price or prices as may be permissible under applicable law. The total number of securities proposed to be issued through Qualified Institutions Placement (QIP) shall be determined after fixation of Issue Price at the time of Issuance of Securities
4.	In case of preferential issue, the listed entity shall disclose the additional details to the stock exchange(s)	Not applicable
5.	In case of bonus issue, the listed entity shall disclose the additional details to the stock exchange(s)	Not applicable
6.	In case of issuance of depository receipts (ADR/ GDR) or FCCB the listed entity shall disclose the additional details to the stock exchange(s)	Not applicable
7.	In case of issuance of debt securities or other nonconvertible securities the listed entity shall disclose the additional details to the stock exchange(s)	Not applicable
8.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable

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Annexure B

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.	Equity Shares of the Company.			
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)	Rs.100,00,00,000/- (Rupees One Hundred Crores 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	The names of the Proposed Allottees are :			
		Sl. No.	Proposed Allottee	Category	Number of Equity Shares proposed to be issued
		1.	Elitecon International Limited	Non-promoter	4,54,54,545
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:			
		Proposed Allottee	Pre-preferential issue shareholding percentage		Post-preferential issue shareholding percentage*
			Shares	%	Shares

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		Elitecon International Limited	NIL	NIL	4,54,54,545	11.91%
		*Post Issue Shareholding has been calculated assuming full conversion of the warrants to be issued into equity shares. However, the shares to be issued pursuant to the proposed QIP has not been considered.				
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.				

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Annexure C

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)	Upto Rs.350,00,00,000/- (Rupees Three Hundred Fifty Crores 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	The names of the Proposed Allottees are :			
		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
		2.	Zeal Global Opportunities Fund	Non-promoter	2,95,45,455
		3.	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-	Non-promoter	3,86,36,364

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			Fund			
		4.	Elitecon International Limited	Non-promoter	5,45,45,455	
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:				
		Proposed Allottee	Pre-preferential issue shareholding percentage		Post-exercise of warrants into Equity Shares*	
			Shares	%	Shares	%
		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 Incorporated VCC Sub-Fund	NIL	NIL	3,86,36,364	10.13
		Elitecon International Limited	NIL	NIL	5,45,45,455	14.30
		*Post Issue Shareholding has been calculated assuming full conversion of the warrants to be issued into equity shares. However, the shares to be issued pursuant to the proposed QIP have not been considered.				
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 4 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.				