

Date: - 26/08/2024

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

**Subject: - Revised Outcome of the meeting of the Board of Directors of Osia Hyper Retail Limited ("the Company").**  
**Ref. No. Outcome of Board Meeting dated 20<sup>th</sup> August, 2024 & 22<sup>nd</sup> August, 2024**

Dear Sir / Madam,

With reference to the above captioned subject, due to some typographical error in "Annexure-II" proposed allottees name of agenda no. 5 of Board Meeting. We wish to submit the revised outcome of meeting of the Board of Directors of the Company held on Tuesday, 20<sup>th</sup> August, 2024, have, inter alia, transacted and approved the following businesses:

01. Approved the Draft Directors' Report for the financial year 2023-24.
02. Increase the authorized share capital of the Company from Rs. 28 Crores to Rs. 45 Crores and subsequent change in the capital clause of the Memorandum of Association of the Company subject to the approval of the shareholders of the Company at the Annual General Meeting.
03. Increase in Borrowing Power as per Section 180 (1) (C) of the Companies Act, 2013 upto Rs. 1,000 Crores (Rupees One Thousand Crores Only), subject to the approval of the shareholders of the Company at the Annual General Meeting.
04. Issuance of 4,39,00,000 (Four Crores Thirty-Nine Lakhs) Equity shares at face value of Rs. 1/- (Rupees One Only) at an issue price of Rs. 28/- (Rupees Twenty-Eight Only) including Security Premium of Rs. 27/- (Rupees Twenty-Seven Only) each to the allottees on a preferential issue basis ("Preferential Issue") in accordance with the Chapter V of SEBI (Issue of Capital and Disclosure requirement) Regulations, 2018 and other applicable laws, subject to the approval of regulatory/statutory authorities and the shareholders of the Company at the Annual General Meeting.

The details relating to the issuance of warrants each convertible into equity Shares on a Preferential Basis as required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with circular dated September 9, 2015 is enclosed as "Annexure-I"



05. Issuance of 21,31,75,000 (Twenty-One Crores Thirty-One Lakhs Seventy-Five Thousand) warrants each convertible into, or exchangeable for 1 (One) fully paid-up equity share of the company of face value of Rs. 1/- (Rupees One Only) at an issue price of Rs. 28/- (Rupees Twenty-Eight Only) including Security Premium of Rs. 27/- (Rupees Twenty-Seven Only) each to the allottees on a preferential issue basis ("Preferential Issue") in accordance with the Chapter V of SEBI (Issue of Capital and Disclosure requirement) Regulations, 2018 and other applicable laws, subject to the approval of regulatory/statutory authorities and the shareholders of the Company at the Annual General Meeting.

The details relating to the issuance of warrants each convertible into equity Shares on a Preferential Basis as required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with circular dated September 9, 2015 is enclosed as "**Annexure-II**"

06. The Board of Directors has proposed to include certain new business activities in the main the object clause of the Company the details of the same are mentioned below, subject to the approval of regulatory/statutory authorities and the shareholders of the Company at the Annual General Meeting.

To carry on all the activities to develop Agricultural and forest resources-based Industries and also plant, grow, cultivate, produce, and raise plantations of various agricultural corps, forest and other plantation, various types of fertilizers, horticultural crops, Green House, Net House, medicinal and aromatic plants in their own farms and/ or taken on lease. To carry on the business as a manufacturer, importers and exporters, whole seller, retailer and dealers of all type of agricultural commodities including but not limited to spices, all type of oils, grains, vegetables, herbs, pickles and other items.

07. The Board of Directors has appointed M/s CRISIL Rating Limited, as Monitoring Agency for the purpose of Issuance of Equity Shares and Convertible Warrants on preferential basis.

08. Notice of 11<sup>th</sup> Annual General Meeting.

- The Board of Directors has fixed the day, date, time and place for the 11<sup>th</sup> Annual General Meeting (AGM) of the Company. The Board decided that the 11<sup>th</sup> Annual General Meeting of the Company will be held on Thursday, 19<sup>th</sup> September, 2024 at 11:00 AM at ITC Narmada, Survey # 104 A, Judges Bunglow Rd, I I M, Vastrapur, Ahmedabad, Gujarat 380015.
- The Board has appointed M/s SCS and Co LLP, Practicing Company Secretary as a Scrutinizer of the Company for conducting the e-voting and venue voting process in Annual General Meeting.



- The e-voting period commences on Monday, 16<sup>th</sup> September 2024 at 09:00 AM and ends on Wednesday, 18<sup>th</sup> September 2024 at 05:00 PM.
- Pursuant to regulation 42 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the register of members and share transfer book of the Company will be closed from Friday, 13<sup>th</sup> September, 2024 till Thursday, 19<sup>th</sup> September, 2024 (Both days inclusive) for the purpose of holding 11<sup>th</sup> Annual General Meeting of the Company.
- During this period members of the Company holding shares either in Physical form or in dematerialized form as of Thursday, 12<sup>th</sup> September 2024 (cut-off date for E-voting) may cast their vote through remote e-voting.

The meeting started at 06:30 PM and concluded at 07:40 PM.

Kindly take the same on your records and acknowledge the receipt.

By the order of the Board of Directors

**For, Osia Hyper Retail Limited**



**Dhirendra Gautamkumar Chopra**  
**Managing Director**  
**DIN: 06473774**

**“ANNEXURE-I”**

The details relating to the issuance of fully paid-up equity shares on a Preferential Basis as required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with circular dated September 9, 2015.

Sr. No.	Particulars	Issue of Equity Shares of the Company																																				
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Equity Shares of face value Rs. 1/- (Rupees One Only) per share.																																				
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placements, 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)	4,39,00,000 (Four Crores Thirty-Nine Lakhs)																																				
4.	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):																																					
a)	Name of Proposed Allottees	<table border="1"> <thead> <tr> <th>S.N.</th> <th>Name of Investor</th> </tr> </thead> <tbody> <tr><td>1</td><td>Ebisu Global Opportunities Fund Ltd</td></tr> <tr><td>2</td><td>Bhanushali Studios Limited</td></tr> <tr><td>3</td><td>Prachi Hitesh Rupareliya</td></tr> <tr><td>4</td><td>Lalitaben Kurjibhai Rupareliya</td></tr> <tr><td>5</td><td>Kurjibhai Premjibhai Rupareliya</td></tr> <tr><td>6</td><td>Rupesh Dayashanker Madeka</td></tr> <tr><td>7</td><td>Mihir Rupeshkumar Madeka</td></tr> <tr><td>8</td><td>Pinakin Dayashankar Madeka</td></tr> <tr><td>9</td><td>Manesh Dayashanker Madeka</td></tr> <tr><td>10</td><td>Kavita Dharendra Chopra</td></tr> <tr><td>11</td><td>Kavya Dharendra Chopra</td></tr> <tr><td>12</td><td>Dhirendra Gautamkumar Chopra</td></tr> <tr><td>13</td><td>Gautam Jasraj Chopra</td></tr> <tr><td>14</td><td>Naitik Gautamkumar Chopra</td></tr> <tr><td>15</td><td>Namrata Abhishek Mehta</td></tr> <tr><td>16</td><td>Kunjit Maheshbhai Patel</td></tr> <tr><td>17</td><td>Viney Parkash HUF</td></tr> </tbody> </table>	S.N.	Name of Investor	1	Ebisu Global Opportunities Fund Ltd	2	Bhanushali Studios Limited	3	Prachi Hitesh Rupareliya	4	Lalitaben Kurjibhai Rupareliya	5	Kurjibhai Premjibhai Rupareliya	6	Rupesh Dayashanker Madeka	7	Mihir Rupeshkumar Madeka	8	Pinakin Dayashankar Madeka	9	Manesh Dayashanker Madeka	10	Kavita Dharendra Chopra	11	Kavya Dharendra Chopra	12	Dhirendra Gautamkumar Chopra	13	Gautam Jasraj Chopra	14	Naitik Gautamkumar Chopra	15	Namrata Abhishek Mehta	16	Kunjit Maheshbhai Patel	17	Viney Parkash HUF
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b)	Post allotment of securities outcome of the subscription	<p>The Equity Shares are proposed to be allotted to the investors name above. Details of the shareholding in the Company, prior to and after the preferential issue, are as under:</p> <table border="1"> <thead> <tr> <th>Pre-preferential issue</th> <th>Post-allotment of preferential issue</th> </tr> </thead> <tbody> <tr> <td>6,40,74,463</td> <td>10,79,74,463</td> </tr> </tbody> </table>	Pre-preferential issue	Post-allotment of preferential issue	6,40,74,463	10,79,74,463																																
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		including Rs. 1/- (Rupee One Only) Face Value and Security Premium of Rs. 27/- (Rupees Twenty-Seven Only)
d)	Number of Investor	17 (Seventeen)
e)	In case of convertible intimation on the conversion of securities or on lapse of the tenure of the instrument	Not Applicable

**“ANNEXURE-II”**

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c)	Issue Price	Rs. 28/- (Rupees Twenty-Eight Only) per warrants including Rs. 1/- (Rupee One Only) Face Value and Security Premium of Rs. 27/- (Rupees Twenty-Seven Only)					
d)	Number of Investor	28 (Twenty-Eight)					
e)	In case of convertible 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/- each payable in cash, upto the full payment of warrant as per the issue price which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months.					

