



AUDIT REPORT

FOR THE ACCOUNTING YEAR

2018-2019

OF

OSIA HYPER RETAIL LIMITED

BASEMENT STORE 1, 4D SQUARE, OPP. IIT ENG COLLEGE,
NR. D-MART, VISAT GANDHINAGAR HIGHWAY, MOTERA,
AHMEDABAD, GUJARAT-380005

BY
AUDITORS :

CHOPRA SHAH AND ASSOCIATES CHARTERED ACCOUNTANTS

510, SAKAR-3, BEHIND BANK OF BARODA, INCOME TAX CROSS ROAD, AHMEDABAD-
380014 GUJARAT



INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF
OSIA HYPER RETAIL LIMITED.
Report on the Financial Statements**

Opinion

We have audited the accompanying financial statements of **OSIA HYPER RETAIL LIMITED** ("the company"), which comprise the Balance Sheet as at 31 March 2019, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2019;
- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and



maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our responsibility is to express an opinion on this financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

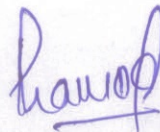
- 1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure-A** a statement on the matters specified in the paragraph 3 and 4 of the order to the extent applicable.



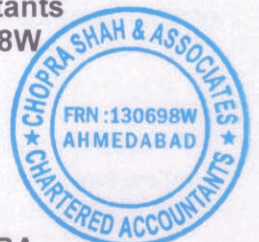
2 As required by Section 143 (3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
- c) the Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2019, from being appointed as a director in terms of Section 164(2) of the Act.
- f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**"; and
- g) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - iii there were no amounts which required to be transferred, to the Investor Education and Protection Fund by the Company

For CHOPRA SHAH AND ASSOCIATES
Chartered Accountants
ICAI FRN : 130698W



PRAMOD CHOPRA
(Partner)
M. NO. 133853



Place : AHMEDABAD
Date : 25/06/2019

ANNEXURE-A TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of OSIA HYPER RETAIL LIMITED for the year ended 31st March, 2019.

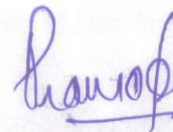
On the basis of the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has not maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) These fixed assets have been physically verified by the management at reasonable intervals there was no Material discrepancies were noticed on such verification.
(c) Total Assets of company includes Immovable property also and the title deeds of immovable properties are held in the name of the company.
2. Physical verification of inventory has been conducted at reasonable intervals by the management and as informed by the management that there is no material discrepancies were noticed
3. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
4. In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the company.
5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
6. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products of the Company.
7. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is regular in depositing undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
(b) According to the information and explanations given to us, there are no undisputed statutory dues including provident fund, employees' state insurance, labour welfare fund, profession tax, income-tax, sales-tax, service tax, customs duty, excise duty, cess and other material statutory dues which were outstanding, at the year-end for a period of more than six months.
(c) Dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax or GST have been deposited on time and no dispute is pending on the part of company.

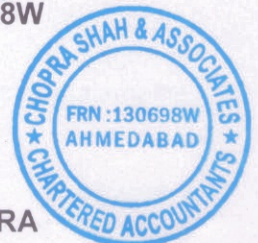


8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to a financial institution and bank.
9. In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. The company has utilized the monies raised by way of term loans for the purpose for which they were raised.
10. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.
11. In our opinion and according to the information and explanation given to us, the company has paid/provided managerial remuneration in accordance with the requisite approval mandated by the provisions of Section 197 read with Schedule V of the Act.
12. Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
13. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
14. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has made preferential allotment or private placement of 6,25,000 shares during the year under review and the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. Further the company has not made preferential allotment of fully or partly convertible debentures.
15. According to the information and explanations given by the management, the Company has not entered into any non cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **CHOPRA SHAH AND ASSOCIATES**
Chartered Accountants
ICAI FRN : 130698W



PRAMOD CHOPRA
(Partner)
M. No. : 133853



Place : **AHMEDABAD**
Date : **25/06/2019**

ANNEXURE - B TO THE AUDITORS' REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **OSIA HYPER RETAIL LIMITED**. ("The Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

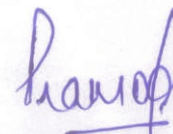
Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

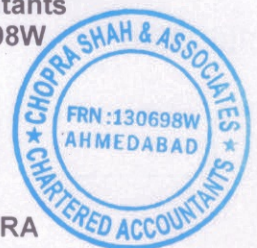
Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For CHOPRA SHAH AND ASSOCIATES
Chartered Accountants
ICAI FRN : 130698W



PRAMOD CHOPRA
(Partner)
M. No. 133853



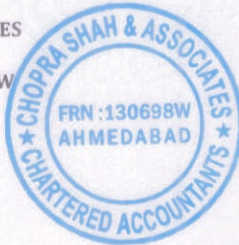
Place : AHMEDABAD
Date : 25/06/2019

OSIA HYPER RETAIL LIMITED
CIN : U52190GJ2013PLC077269
BALANCE SHEET AS AT MARCH 31, 2019

PARTICULARS	NOTE NO.	AS AT	
		31-03-19 Rs.	31-03-18 Rs.
<u>EQUITY AND LIABILITIES</u>			
Shareholder's Funds			
(a) Share Capital	2	43750000.00	37500000.00
(b) Reserves & Surplus	3	242739028.93	77942432.52
		0.00	85000000.00
Share application money pending allotment			
Non-Current Liabilities			
(a) Long Term Borrowings	4	210891918.76	124826438.32
(b) Deferred Tax Liabilities (Net)	5	5329807.89	4079558.89
(c) Other Long Term Liabilities		0.00	0.00
(d) Long Term Provisions		0.00	0.00
Current Liabilities			
(a) Short Term Borrowings	6	195873715.29	90637767.05
(b) Trade Payables	7	581156931.53	314982234.69
(c) Other Current Liabilities	8	21082333.00	13945813.93
(d) Short Term Provisions	9	65015069.00	31807877.00
TOTAL		1365838804.40	780722122.40
<u>ASSETS</u>			
Non-current assets			
(a) Fixed Assets			
(i) Tangible assets	10	246064696.89	197077924.51
(ii) Intangible assets		0.00	0.00
(i) Capital work-in-progress		301779.00	14864452.64
(ii) Intangible assets under development		92000.00	92000.00
(b) Non Current investment		0.00	0.00
(c) Deferred Tax Assets(Net)		0.00	0.00
(c) Long Term Loans & Advances	11	53285870.00	27649790.00
(d) Other non current assets		0.00	0.00
Current assets			
(a) Inventories	12	954665736.00	503301327.00
(b) Trade Receivables	13	17858170.77	4512980.35
(c) Cash & Bank Balances	14	18131104.74	23323970.30
(d) Short Term Loans & Advances	15	36978139.00	9646419.60
(e) Other Current Assets	16	38461308.00	253258.00
TOTAL		1365838804.40	780722122.40
Significant Accounting Policies	1		
NOTES FORMING AN INTEGRAL PART OF THIS STATEMENT OF ACCOUNTS	2 to 28		

As per our report of even date.
For CHOPRA SHAH & ASSOCIATES
Chartered Accountants.
Firm Registration No. : 130698W

(Signature)
(Pramod Chopra)
Partner
Membership No. : 133853
AHMEDABAD: 25th June, 2019

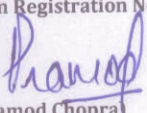


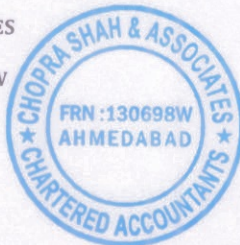
For OSIA HYPER RETAIL LIMITED
For, OSIA HYPER RETAIL LIMITED


(Signature) **DIRECTOR**
Dhirendra G Chopra
(Director)
(DIN : 06473774)
AHMEDABAD: 25th June, 2019

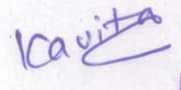
(Signature) **DIRECTOR**
Kavita
DIRECTOR
Kavita D Chopra
(Director)
(DIN : 06473785)

OSIA HYPER RETAIL LIMITED			
CIN : U52190GJ2013PLC077269			
STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2019			
PARTICULARS	NOTE NO.	FOR THE YEAR ENDED	
		31-03-19 Rs.	31-03-18 Rs.
INCOME:			
(a) Revenue from Operations	17	2303886220.05	1413826403.96
(b) Other Income	18	13090809.47	8501644.52
Total Revenue		2316977029.52	1422328048.48
EXPENSES:			
(a) Cost of Raw Materials consumed		0.00	0.00
(b) Purchases of Stock in Trade	19	2194982246.41	1272025047.59
(c) Changes in Inventories	20	-451364409.00	-194829069.11
(e) Employees' Benefit Expenses	21	137057264.28	88595595.45
(f) Financial Cost	22	40449029.23	23321185.92
(g) Depreciation & Amortization Expenses		22444624.00	12900630.00
(h) Other Expenses	23	254918340.19	138511485.02
Total Expenses		2198487095.11	1340524874.87
Profit before exceptional items and tax		118489934.41	81803173.61
Exceptional Items	24	2393089.00	0.00
Profit Before Tax		116096845.41	81803173.61
Tax Expense:			
Current Tax		33800000.00	22500000.00
MAT Entitlement		0.00	0.00
Deferred Tax		1250249.00	3189933.00
Profit/(Loss) for the period		81046596.41	56113240.61
Earning per equity share:			
Basic		19.90	14.96
Diluted		19.90	14.96
Significant Accounting Policies	1		
NOTES FORMING AN INTEGRAL PART OF THIS STATEMENT OF ACCOUNTS	2 to 28		

As per our report of even date.
For CHOPRA SHAH & ASSOCIATES
Chartered Accountants.
Firm Registration No. : 130698W

(Pramod Chopra)
Partner
Membership No. : 133853
AHMEDABAD: 25th June, 2019



For, OSIA HYPER RETAIL LIMITED

DIRECTOR
Dhirendra G Chopra
(Director)
(DIN : 06473774)
AHMEDABAD: 25th June, 2019

For, OSIA HYPER RETAIL LIMITED

DIRECTOR
Kavita D Chopra
(Director)
(DIN : 06473785)

OSIA HYPER RETAIL LIMITED
CIN : U52190GJ2013PLC077269

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

	YEAR ENDED 31/03/2019	YEAR ENDED 31/3/2018
	(Rs. in Lakhs)	(Rs. in Lakhs)
	Inflow/ (Outflow)	
A. CASH FLOW FROM OPERATING ACTIVITIES :	1160.97	818.03
Net Profit before tax and extraordinary items		
Adjustment for :	224.45	129.01
Depreciation	0.00	0.00
Gain or loss of Sale of Fixed assets	0.00	0.00
Gain or loss of Investment	404.49	233.21
Finance Cost	0.00	0.00
Dividend Income	0.00	0.00
Other adjustment of non cash Item	0.00	0.00
Other adjustment to reconcile Profit	0.00	0.00
Loss on Sale of Assets	0.00	0.00
Assets written off		
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES (A)	1789.90	1180.25
Adjustment for Working Capital Change	(4513.64)	(1948.29)
Adjustment for Increase/Decrease in Inventories	(133.45)	1.55
Adjustment for Increase/Decrease in Trade Receivables	(655.40)	13.35
Adjustment for Increase/Decrease in Other Current Assets	2661.75	968.02
Adjustment for Increase/Decrease in Trade Payable	1122.95	145.52
Adjustment for Increase/Decrease in Other Current Liabilities	332.07	191.38
Adjustment for Provisions	(1185.72)	(628.47)
Total Adjustment For Working Capital (B)		
CASH GENERATED FROM OPERATIONS (A+B)	604.18	551.78
Income Tax Paid (Net of Refunds)	(338.00)	(225.00)
CASH FLOW BEFORE EXTRAORDINARY ITEMS	266.18	326.78
Adjustments	0.00	0.00
NET CASH FROM OPERATING ACTIVITIES	266.18	326.78
B. CASH FLOW FROM INVESTING ACTIVITIES :	(568.69)	(722.02)
Purchase of Fixed Assets	0.00	0.00
Sale of Fixed Assets	(256.36)	(225.03)
Other Cashinflow/ Outflow of Cash		
NET CASH USED IN INVESTING ACTIVITIES	(825.05)	(947.05)
C. CASH FLOW FROM FINANCING ACTIVITIES :	(787.50)	850.00
Proceeds from share capital/share application money	837.50	0.00
Security Premium	860.65	90.71
Proceed from long term Borrowings	(404.49)	(233.21)
Interest paid		
NET CASH SURPLUS IN FINANCING ACTIVITIES	506.16	707.50
D. NET INCREASE(DECREASE) IN CASH AND CASH EQUIVALENTS	(52.70)	87.23
E. Cash and cash equivalent at beginning of period	220.12	132.89
F. Cash and cash equivalent at end of period	167.42	220.12

NOTES FORMING AN INTEGRAL PART OF THIS STATEMENT OF ACCOUNTS

As per our report of even date.

For CHOPRA SHAH & ASSOCIATES
Chartered Accountants.
Firm Registration No. : 130698W

(Pramod Chopra)

Partner

Membership No. : 133853

AHMEDABAD: 25th June, 2019



For OSIA HYPER RETAIL LIMITED

Dhirendra G Chopra
DIRECTOR

Dhirendra G Chopra

(Director)

(DIN : 06473774)

AHMEDABAD: 25th June, 2019

For OSIA HYPER RETAIL LIMITED

Kavita D Chopra
DIRECTOR

Kavita D Chopra

(Director)

(DIN : 06473785)

NOTES FORMING AN INTEGRAL PART OF FINANCIAL STATEMENT

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES & PRACTICES:

1 Basis of Accounting :

The financial statements are prepared and presented under the historical cost convention and evaluated on a going-concern basis using the accrual system of accounting in accordance with the accounting principles generally accepted in India (Indian GAAP) and the requirements of the Companies Act, 2013 and all Expenses and Income (except Bonus to Employees), unless specifically stated to be otherwise, have been accounted for on mercantile basis. The accounting policies are consistent with those used in the previous year.

2 Use of Estimates

The preparation and presentation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the results of operations during the reporting year. Although these estimates are based on management's best knowledge of current events and actions, actual result could differ from these estimates. The difference between the actual results and estimates are recognized in the period in which results are known or materialized.

3 Cash Flow Statement

Cash flow statement has been prepared as per requirements of Accounting Standard - 3. Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. Cash flows from operating, investing and financing activities of the Company are segregated, accordingly.

4 Contingencies and Events Occurring After the Balance Sheet Date

Effects of, events occurred after Balance Sheet date and having material effect on financial statements are reflected where ever required.

5 Fixed Assets :

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost comprises the purchase price and any attributable cost of bringing assets to its working condition for its intended use. Borrowing cost relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

6 Depreciation Accounting:

Depreciation has been provided on depreciable value of assets using Straight-line method on the basis of useful life specified in Schedule II of the Companies Act, 2013.

7 Impairment of assets

The carrying amount of assets is reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exist, the recoverable amount of the assets is estimated. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating units exceeds its recoverable amount. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount and recognised in compliance with AS-28.

8 Inventories :

Finished goods are valued at lower of cost or net realisable value after providing for obsolescence. The cost of inventories is computed on FIFO basis.

9 Investments:

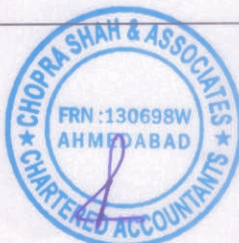
If any, Investments of the Company are long-term. The same are valued at the cost of acquisition. Decline in the value of permanent nature is provided as per accounting standard AS 13.

10 Revenue Recognition :

Sales comprise invoice value of goods net of GST, VAT & CENVAT and are recognized on transfer of risk and rewards associated with the property in goods to the buyer which is normally on delivery as per terms of sales. Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable i.e. on the basis of matching concept. Other items of Income are accounted as and when the right to receive arises.

11 Borrowing Costs:

Borrowing costs directly attributable to the acquisition or construction of fixed assets are capitalised as part of the cost of the assets upto the date the asset is put to use. Other borrowing costs are charged to the Profit & Loss Account in the year in which they are incurred.



For, OSIA HYPER RETAIL LIMITED For, Osia Hyper Retail Limited

Alireh
DIRECTOR

Ravish
Director

12 Retirement Benefits:

P.F. & E.S.I. is accrued on monthly basis in accordance with the terms of contract with the employee/ relevant Act and is deposited in the Statutory Fund.

Gratuity Plan

Provision for Gratuity was not provided up to last year but this year it has been determined on the basis of actuarial valuation for current year as well as previous 3 years and contribution for the year is charged to the Statement of Profit and Loss for the year.

For previous 3 years, provision for gratuity has been charged to the Statement of Profit and Loss for the year under the head of Prior period items.

13 Related Party Disclosure

The Disclosures of Transaction with the related parties as defined in the Accounting Standard 18 are given in NOTE 26.

14 Taxes on Income:

Provision for Income Tax comprises of current tax and deferred tax charge or release. Deferred Tax is recognized subject to consideration of prudence on timing differences being difference between taxable and accounting Income/Expenditure that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax Assets are not recognized unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets will be realized.

15 Earning Per Share

Basic and diluted earnings per share are computed in accordance with Accounting Standard 20 - Earnings per Share. Basic earnings per share is calculated by dividing the net profit or loss after tax for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year except where the results are anti-dilutive.

16 Minimum Alternate Tax Credit

Minimum Alternate Tax Credit Entitlement is recognised in the books of account when there is convincing evidence that the Company will pay normal income tax during the specified period. The Entitlement is reviewed at each balance sheet date with regard to the correctness of the carrying amount.

17 Discontinuing Operations

During the years/period, the company has not discontinued any of its operations.

18 Provisions, Contingent Liabilities and Contingent Assets

- a) Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.
- b) Contingent Liabilities are not recognized but disclosed in the financial statements.
- c) Contingent Assets are neither recognized nor disclosed in the financial statements.
- d) Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet Date.



(For, OSIA HYPER RETAIL LIMITED

[Signature]
DIRECTOR

For, Osia Hyper Retail Limited

[Signature]

Director

NOTES FORMING AN INTEGRAL PART OF STATEMENT OF ACCOUNTS:			
NOTE 2 SHARE CAPITAL			
Particulars	As At 31-03-2019		As At 31-03-18
	Rs.		Rs.
AUTHORISED: 7000000 (7000000) Equity Shares of Rs.10 each	70000000.00		70000000.00
	70000000.00		70000000.00
ISSUED, SUBSCRIBED & PAID UP 4375000 (4375000) Equity Shares of Rs.10 each fully paid	43750000.00		37500000.00
TOTAL	43750000.00		37500000.00

The reconciliation of the number of shares outstanding and the amount of share capital:

Particulars	As At 31-03-19		As At 31-03-18	
	No. of shares	Rs.	No. of shares	Rs.
EQUITY SHARES				
Outstanding at the beginning of the year	3750000	37500000.00	1875000	18750000.00
Add : Shares issued during the year	625000	6250000.00	0	0.00
Add : Bonus Shares issued during the year	0	0.00	1875000	18750000.00
Outstanding at the end of the year	4375000	43750000.00	3750000	37500000.00

The details of shareholders holding more than 5% of shares in the company:

Particulars	As At 31-03-19		As At 31-03-18	
	No. of Shares	% of Holding	No. of Shares	% of Holding
EQUITY SHARES				
Dhirendrakumar Gautam Chopra	1875000	42.86	1875000	50.00
Kavita Dhirendrakumar Chopra	1870000	42.74	1870000	49.87
Monarch Comtrade Private Limited	416670	9.52	0	0.00

NOTE 3 RESERVES & SURPLUS

Particulars	As At 31-03-2019		As At 31-03-18	
	Rs.		Rs.	
Securities Premium Reserve				
Opening balance	7500000.00		26250000.00	
Add: Addition during the year	83750000.00		0.00	
Less: Bonus Shares issued during the year	0.00	91250000.00	18750000.00	7500000.00
Surplus				
Opening balance	70442432.52		14329191.91	
Add: Net Profit for the year	81046596.41		56113240.61	
Less: Income Tax of earlier years	0.00		0.00	
Less: Depreciation of earlier years	0.00	151489028.93	0.00	70442432.52
TOTAL		242739028.93		77942432.52

Note : Of the above equity shares:

In FY 2017-18 :- 18,75,000 equity shares of Rs. 10 have been allotted as fully paid bonus shares by capitalization of Securities Premium of Rs. 1,87,50,000.



For, OSIA HYPER RETAIL LIMITED
(Signature)
 DIRECTOR

For, OSIA HYPER RETAIL LIMITED
(Signature)
 DIRECTOR

NOTE 4 LONG TERM BORROWINGS				
Particulars		As At 31-03-2019 Rs.		As At 31-03-18 Rs.
Secured				
<u>Term loan</u>				
- From banks	16254839.76		13870347.32	
Less : Current maturities	-5380119.00		-4241232.00	
		10874720.76		9629115.32
<u>Financial Institution</u>				
- From Aditya Birla Finance Ltd	63707041.00		65866061.00	
Less : Current maturities	-9070392.00		-9070392.00	
		54636649.00		56795669.00
Unsecured				
<u>Loans and advances</u>				
From Related Parties				
- From Directors	0		0	
From Others	145380549		58401654	
		145380549		58401654
TOTAL		210891918.76		124826438.32

Nature of Security and terms of repayment for Long Term Borrowings:

Term Loan

Nature of Security

- 1 Property Loan from Aditya Birla Finance Ltd of Rs.678 Lacs
- 2 Vehicle Loan from HDFC Bank of Rs.5.52 Lacs
- 3 Vehicle Loan from HDFC Bank of Rs.5.52 Lacs
- 4 Vehicle Loan from HDFC Bank of Rs.8.82 Lacs
- 5 Vehicle Loan from Punjab National Bank of Rs.13 Lacs
- 6 Vehicle Loan from Kotak Mahindra Bank of Rs.5.90 Lacs
- 7 Vehicle Loan from HDFC Bank of Rs. 30.45 Lacs
- 8 Vehicle Loan from HDFC Bank of Rs. 69.15 Lacs
- 9 Vehicle Loan from ICICI Bank of Rs. 7.00 Lacs
- 10 Vehicle Loan from ICICI Bank of Rs. 17.00 Lacs
- 11 Vehicle Loan from HDFC Bank of Rs. 18.41 Lacs
- 12 Vehicle Loan from Axis Bank of Rs. 42.29 Lacs

Terms of Repayment

- Repayable in 180 monthly installments of Rs. 7.55 Lacs commencing from March, 2017
- Repayable in 48 monthly installments of Rs.0.14 lacs commencing from May,2016
- Repayable in 48 monthly installments of Rs.0.14 lacs commencing from May,2016
- Repayable in 48 monthly installments of Rs.0.22 lacs commencing from March,2017
- Repayable in 84 monthly installments of Rs.0.21 lacs commencing from January,2015
- Repayable in 48 monthly installments of Rs.0.16 lacs commencing from August,2015
- Repayable in 48 monthly installments of Rs.0.76 lacs commencing from July,2017
- Repayable in 60 monthly installments of Rs.1.39 lacs commencing from December,2017
- Repayable in 60 monthly installments of Rs.0.14 lacs commencing from July,2017
- Repayable in 60 monthly installments of Rs.0.35 lacs commencing from January,2018
- Repayable in 60 monthly installments of Rs.0.38 lacs commencing from July, 2018
- Repayable in 60 monthly installments of Rs.0.67 lacs commencing from July,2018

Above Property Loan from Aditya Birla Finance Ltd has been taken for purchase of Commercial Property Situated at Sub Plot no. 3, situated at Survey/Block No. 402/1, Final Plot No. 63 Palki of T.P. No. 10 of Mouje Rakhlyal, Near Chakudiya Mahadev, Rakhial, Ahmedabad-380023.
And Vehicle loans have been taken for purchase of Vehicles for business purpose of the company.



For, OSIA HYPER RETAIL LIMITED

Divya
DIRECTOR

For, Osia Hyper Retail Limited
Kavita
Director

NOTE 5 DEFERRED TAX LIABILITY/(ASSET)-(NET)		
Particulars	As At 31-03-2019 Rs.	As At 31-03-2018 Rs.
Deferred Tax Assets		
i. Unabsorbed Depreciation	0.00	0.00
ii. Others	1062369.00	0.00
	1062369.00	0.00
Deferred Tax Liability		
i. Depreciation	6392176.89	4079558.89
ii. Others	0.00	0.00
	6392176.89	4079558.89
TOTAL	5329807.89	4079558.89

NOTE 6 SHORT TERM BORROWINGS		
Particulars	As At 31-03-2019 Rs.	As At 31-03-2018 Rs.
Secured		
Cash Credit (Cash Credit facility from Punjab National Bank, Shahibaug Branch against hypothecation of stock in trade and debtors on terms and conditions as per sanction letter)	195873715.29	90637767.05
TOTAL	195873715.29	90637767.05

NOTE 7 TRADE PAYABLES		
Particulars	As At 31-03-2019 Rs.	As At 31-03-18 Rs.
Sundry Creditors for Goods	537443287.58	278654094.43
Sundry Creditors for Fixed Assets	21787231.18	16034849.80
Sundry Creditors for Expenses	21926412.77	20293290.46
TOTAL	581156931.53	314982234.69

NOTE 8 OTHER CURRENT LIABILITIES		
Particulars	As At 31-03-2019 Rs.	As At 31-03-2018 Rs.
Current maturity on long term debt	14450511.00	13311624.00
Statutory Dues	6208822.00	579189.93
Other Current Liability	423000.00	55000.00
TOTAL	21082333.00	13945813.93

NOTE 9 SHORT TERM PROVISION		
Particulars	As At 31-03-2019 Rs.	As At 31-03-2018 Rs.
Provision for Income Tax	33800000.00	22500000.00
Other Short term Provisions	31215069.00	9307877.00
TOTAL	65015069.00	31807877.00



For, OSIA HYPER RETAIL LIMITED

Alvina
DIRECTOR

For, OSIA HYPER RETAIL LIMITED

Kavita

DIRECTOR

NOTE 10 TANGIBLE ASSETS												
Sl. No.	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK		
		As on 01/04/2018	Additions	Adjustments	As on 31/03/2019	As on 01/04/2018	On Add.	On Adjustments	As on 31/03/2019	As on 31/03/2019	As on 01/04/2018	
1	BUILDING	106710356	0	0	106710356	4815519	3344352	0	8159871	98550485	101894837	
2	COMPUTER & DATA PROCESSING UNITS	5308605	5060558	0	11249163	2679791	2402363	0	5082154	6167009	2708814	
3	ELECTRICAL INSTALLATIONS AND	17924844	16689466	0	34614310	2103518	2393473	0	4496991	30117319	15821326	
4	FURNITURE AND FITTINGS	59130771	20557743	0	87688514	11290773	7101636	0	18392409	69296105	47839998	
5	OFFICE EQUIPMENT	17623168	12866148	0	30489316	5742483	4337054	0	10079537	20409780	11880686	
6	VEHICLES	19475252	7457481	0	26932733	2542988	2865746	0	5408734	21523999	16932264	
	Current Year Total	226252996	71431396	0	297684392	29175072	22444624	0	51619696	246064696.89	197077924	
	Previous Year Total	95384059	130868937	0	226252996	16274442	12900630	0	29175072	197077924	79109617	

For, OSIA HYPER RETAIL LIMITED

Divya
DIRECTOR

For, Osia Hyper Retail Limited

Kavita
Director



NOTE 11 LONG TERM LOANS AND ADVANCES		
Particulars	As At 31-03-2019 Rs.	As At 31-03-2018 Rs.
Unsecured and considered good Security Deposits	53285870.00	27649790.00
TOTAL	53285870.00	27649790.00

NOTE 12 INVENTORIES		
Particulars	As At 31-03-2019 Rs.	As At 31-03-2018 Rs.
(As verified, valued & certified by management) Finished Goods	954665736.00	5033101327.00
TOTAL	954665736.00	5033101327.00

NOTE 13 TRADE RECEIVABLE		
Particulars	As At 31-03-2019 Rs.	As At 31-03-2018 Rs.
Unsecured and considered good Debts within six months Other debts	17858170.77 0.00	4512980.35 0.00
TOTAL	17858170.77	4512980.35

NOTE 14 CASH & BANK BALANCES				
Particulars		As At 31-03-2019 Rs.		As At 31-03-2018 Rs.
Cash & Cash Equivalents Cash on hand		14819017.00		18665481.00
Balances with banks				
On Current Accounts	1922652.74		3347440.30	
On Deposit Accounts	1389435.00		1311049.00	
		3312087.74		4658489.30
TOTAL		18131104.74		23323970.30

NOTE 15 SHORT TERM LOANS & ADVANCES		
Particulars	As At 31-03-2019 Rs.	As At 31-03-18 Rs.
Unsecured and considered good <u>Loans and advances to</u> a. Related Parties	0.00	0.00
b. Others	25305565.00	2839275.60
Statutory Advances	11672574.00	6807144.00
TOTAL	36978139.00	9646419.60

NOTE 16 OTHER CURRENT ASSETS		
Particulars	As At 31-03-2019 Rs.	As At 31-03-18 Rs.
Prepaid Expenses	38461308.00	253258.00
TOTAL	38461308.00	253258.00

For, OSIA HYPER RETAIL LIMITED

For, OSIA HYPER RETAIL LIMITED



[Signature]
DIRECTOR

[Signature]

DIRECTOR

NOTE 17 REVENUE FROM OPERATIONS		
Particulars	31-03-19 Rs.	31-03-18 Rs.
Sales	2504266391.89	1525642203.96
Less :- GST on Sales	(200380171.84)	(11815800.00)
TOTAL	2303886220.05	1413826403.96

NOTE 18 OTHER INCOME		
Particulars	31-03-19 Rs.	31-03-18 Rs.
Interest on Fixed Deposit	87096.00	96634.00
Rent Income	3626552.00	2302622.00
Discount Income	0.00	184131.27
TOT Income	7317751.79	4175328.73
Display Income	1916009.68	1319879.52
Misc Income	143400.00	17376.00
Commision Income	0.00	163573.00
Scrap Income	0.00	242100.00
TOTAL	13090809.47	8501644.52

NOTE 19 PURCHASE		
Particulars	31-03-19 Rs.	31-03-18 Rs.
Purchases	2194982246.41	1272025047.59
	2194982246.41	1272025047.59
TOTAL	2194982246.41	1272025047.59

NOTE 20 CHANGES IN INVENTORIES		
Particulars	31-03-19 Rs.	31-03-18 Rs.
Opening Stock		
Stock in trade	503301327.00	308472257.89
	503301327.00	308472257.89
Closing Stock		
Stock in trade	954665736.00	503301327.00
	954665736.00	503301327.00
Changes in Inventories	-451364409.00	-194829069.11

NOTE 21 EMPLOYEES' BENEFIT EXPENSES		
Particulars	31-03-19 Rs.	31-03-18 Rs.
Salaries, Wages & Bonus	117366819.03	77267387.00
Contribution to Provident & Other Funds	3868237.67	2791343.00
Employees' Welfare Expenses	15822207.58	8536865.45
TOTAL	137057264.28	88595595.45

NOTE 22 FINANCIAL COSTS		
Particulars	31-03-19 Rs.	31-03-18 Rs.
Interest	38326070.44	21625640.62
Bank Commission & Charges	2122958.79	1695545.30
TOTAL	40449029.23	23321185.92



For, OSIA HYPER RETAIL LIMITED For, OSIA HYPER RETAIL LIMITED

dliver

DIRECTOR

Kavita

DIRECTOR

NOTE 23 OTHER EXPENSES		
Particulars	31-03-19 Rs.	31-03-18 Rs.
Advertisement Expenses	17761114.85	11199779.00
Audit Fees	300000.00	200000.00
Commision Expenses	1202245.25	589827.97
Computer Expenses	663998.72	213680.00
Conveyance Expenses	4207114.00	2655298.18
Donation Expenses	84000.00	71000.00
Electrical Expenses	203233.00	1193216.00
Electricity Expenses	37041307.00	19303798.00
Freight & Forwarding Charges	11562909.41	7575689.47
Insurance Expenses	1976773.41	1645966.00
Internet Expenses	1695241.50	660530.00
IPO Expense	6354873.05	0.00
Other Administrative & General Expenses	21068175.94	14847039.50
Other Direct Exp.	1851562.35	70370.00
Other Selling & Distribution Expenses	22738950.49	8963523.37
Postage and Courier Expenses	16349.00	52447.00
Printing & Stationery Expenses	1158767.01	632101.00
Professional & Legal Expenses	3141710.70	2296688.00
Rent, Rates & Taxes	110222078.00	52294973.00
Repairs & Maintenance Expenses	7234552.09	6850263.00
Sales Promotion Expenses	957830.74	3164109.83
Telephone Expenses	693372.68	799254.52
Travelling Expenses	1387715.00	2414995.18
Vehicle Repairing Expenses	484337.00	375151.00
Water Charges	910129.00	441785.00
TOTAL	254918340.19	138511485.02

NOTE 24 Exceptional Items		
Particulars	31-03-19 Rs.	31-03-18 Rs.
Prior Period Items		
Gratuity Expense	2393089.00	0.00
TOTAL	2393089.00	0.00

NOTE 25 The details of payment to auditors:		
	31-03-19 Rs.	31-03-18 Rs.
Audit fee	180000.00	120000.00
Tax Audit	90000.00	60000.00
For Taxation Matters	30000.00	20000.00
For Others (Reports, Certificates, etc.)	0.00	0.00
TOTAL	300000.00	200000.00

NOTE 26 Related Party Transactions:			
As per Accounting Standard 18, Related Party Disclosure is as under:			
(a) List of Related Parties with whom transactions have taken place during the year and relationship:			
<u>Name of the Related Party</u>	<u>Relationship</u>		
Dhirendra Gautam Chopra	Director		
Kavita Dhirendra Chopra	Director		
My Choice Giftcentre Private Limited	Common Director		
(b) Transactions during the year with Related Parties:			
<u>Nature of Transaction</u>	<u>Associate</u>	<u>Director</u>	<u>Related Party</u>
Remuneration Paid	0	0	0
Sale of Goods	0	0	0
Purchase of Goods	0	0	0
Rent Paid	0	12000000	0
Interest Paid	0	0	0
Loan Given	0	0	38000000
Loan Recovered	0	0	0
Loan Taken	0	3000000	0
Loan repaid	0	3000000	0
Deposit Given	0	12000000	0
Salary	0	9600000	0



For, OSIA HYPER RETAIL LIMITED

[Signature]
DIRECTOR

For, Osla Hyper Retail Limited

[Signature]
Director

(c) Outstandings			
Payables	0	3834592	0
Receivables	0	0	0
Loans	0	0	33440759

(d) Statement of Related Party Transaction				
	<u>Nature of Transaction</u>	<u>Name of Related Party</u>	<u>Name of Relation</u>	<u>Amount (For the year ended 31st March 2019)</u>
1)	Directors Remuneration	Dhirendra G Chopra Kavita D Chopra	Director Director	48,00,000 48,00,000
2)	Unsecured Loan Taken	Dhirendra G Chopra	Director	30,00,000
3)	Unsecured Loan Taken	Dhirendra G Chopra	Director	30,00,000
4)	Rent Expense	Dhirendra G Chopra Kavita D Chopra	Director Director	60,00,000 60,00,000

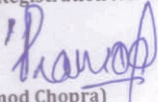
NOTE 27 In the opinion of the management the balances of sundry debtors, loans and advances have approximately the same realisable value as shown in the accounts.

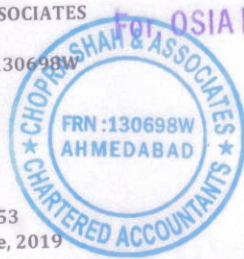
NOTE 28 The previous year's figures have been regrouped or rearranged to make them comparable with those of current year.

Signatures to Notes

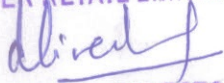
1 TO 28

As per our report of even date.
For CHOPRA SHAH & ASSOCIATES
Chartered Accountants
Firm Registration No. : 130698W


(Pramod Chopra)
Partner
Membership No. : 133853
AHMEDABAD: 25th June, 2019



For OSIA HYPER RETAIL LIMITED


DIRECTOR

Dhirendra G Chopra
(Director)
(DIN : 06473774)
AHMEDABAD: 25th June, 2019

For, Osia Hyper Retail Limited


Director

Kavita D Chopra
(Director)
(DIN : 06473785)

OSIA HYPER RETAIL LIMITED
Formerly known as Mapple Exim Limited

**6TH ANNUAL
REPORT 2018 - 2019**

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CORPORATE INFORMATION**BOARD OF DIRECTORS:**

Mr. Dharendra Gautam Chopra
 Mrs. Kavita Dharendra Chopra
 Mr. Pranay Harakchand Jain
 Mr. Chetan Damji Sangoi
 Mr. Hemen Hirenkumar Joshi
 Mr. Alpesh Bhailalbhai Gandhi

Managing Director
 Executive Director
 Non- Executive Director
 Independent Director
 Independent Director
 Independent Director

CHIEF FINANCIAL OFFICER

Mr. Sandeep Tailor

COMPANY SECRETARY

Ms. Keerthi Lachhwani

REGISTERED OFFICE

Basement Store 1, 4d Square, Opp. IIT Eng College,
 Nr. D-Mart Visat Gandhinagar Highway,
 Motera, Ahmedabad 380005
 Tel. (079) 22167030/40
 Email Id - cs2013.ohrl@gmail.com
 Website - www.osiahpermart.com

STATUTORY AUDITOR

M/s. Chopra Shah & Associates
 510, Sakar III, B/h. Bank of Baroda,
 Above Income tax under bridge,
 Income Tax Circle, Ahmedabad 380014
 Tel. No.: 079-40092934
 Email: chopranshah@gmail.com

CIN: L52190GJ2013PLC077269

REGISTRAR AND SHARE TRANSFER AGENTS

M/s. Skyline Financial Services Private Limited

4A9, Gundecha Onclave, Kherani Road,
 Sakinaka, Mumabai-400072,
 Tel. No.: 022-28511022/62215779
 Email: Mumbai@skylinerta.com
 Website: www.skylinerta.com

BANKERS

PUNJAB NATIONAL BANK

Message to Stakeholders

My sincere regards to all,

I am pleased to present the Annual Report of Your Company for FY 2018-19. 5th April, 2019 became a red-letter day in the history of Osia Hyper Retail Limited [Formerly known as Mapple Exim Limited], as the Company got listed on National Stock Exchange Emerge, SME platform. The IPO of Rs. 39.78 Crores received healthy response. It gives me great pleasure to welcome all our new shareholders to the Osia Hyper Retail Limited family. My sincere gratitude for the faith and trust reposed by investors in our Company.

It is a pleasure and privilege to share with you the highlights of the year's performance.

- Our Total revenue for the year is Rs. 231.70 Crores as compared to Rs. 142.23 crores in the previous year.
- Our Profit before tax was Rs. 11.81 Crores as compared to Rs. 8.18 Crores in the previous year.
- Our Profit after tax was Rs. 8.10 Crores as compared to Rs. 5.61 Crores in the previous year.

Your Company is in the business of an emerging supermarket chain with a focus on value- retailing. We opened our first store in Ahmedabad, Gujarat in 2014, in the name of “Osia Hypermart”. Your company stores have over thousands of products under a single roof that will cater to every need of a family and making Osia Hypermart public's favorite shopping destination with a modern ambience and with the feel of a large retail mall.

The Company has received the following awards:

1. “Emerging Brand in Retail Superstores” in 2017 - From 94.3 MY FM
2. “Best Retailer in Gujarat” in 2018- From 94.3 MY FM
3. “Emerging Hyper-Retail Chain of the year” in the year of 2018 - From Times Group Company
4. “Role Model Supermarketwala” - Ching's Secret' which is one of the leading brand for Indian-Chinese cuisine.

India's retail sector is experiencing exponential growth, with retail development taking place not just in major cities and metros, but also in Tier-II and Tier-III cities. Healthy economic growth, changing demographic profile, increasing disposable incomes, urbanization, changing consumer tastes and preferences are the other factors driving growth in the organized retail market in India.

The retail sector has for long hoped for a level playing field. We believe that GST is a good step towards that, and yet, its effect on our business is likely to be neutral. This is because the tax rates have been cut for mass consumption products and hiked for higher-end products.

A focus on financial fundamentals, high levels of patience and strong conviction have been the bedrock, on which the Company's values and business direction have been built.

As we continue in our Endeavour to aspire to be a respected and responsible enterprise, we commit to being focussed on our core positioning of value-retail and remain accountable to all our stakeholders and society at large. We will constantly pursue to delight and surprise our customers with good products at great value every single day.

I, on behalf of our team assure you of our singular commitment to the growth of Company with ethics and integrity. I would express my gratitude to our diverse stakeholders, our customers, vendors, bankers, all the team members and the board of Directors for their continued support in the growth journey of “Osia Hypermart.”

I solicit your continued cooperation in materializing this vision.

**Best Regards,
Dhirendra Chopra
Managing Director**

NOTICE

Notice is hereby given that the 6th Annual General Meeting of the Members of **M/s. Osia Hyper Retail Limited [Formerly known as Mapple Exim Limited]** will be held as under:

Date : 30th September, 2019
Day : Monday
Time : 11:00 A.M.
Place : Basement Store 1, 4d Square, Opp. IIT Eng College, Nr. D-Mart,
Visat Gandhinagar Highway, Motera, Ahmedabad- 380005, Gujarat

To transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019, the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Pranay Harakchand Jain (DIN – 07891715), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and he being eligible, offers herself for re-appointment.
3. Appointment of Statutory Auditors.

To consider and approve the appointment of Statutory Auditors of the Company to hold office for a period of Five years until the conclusion of the 11th Annual General Meeting and to fix their remuneration and to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto), and such other applicable provisions, if any, M/s. Deora Maheshwari & Co., Chartered Accountants, with registration number 123009W be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s. Chopra Shah And Associates Chartered Accountants, at a remuneration as may be mutually agreed to, between the Board of Directors and M/s. Deora Maheshwari & Co., to hold office of Statutory Auditor till the conclusion of the 11th Annual General Meeting subject to ratification of appointment by the members in every Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

**By Order of the Board of Directors
For, OSIA HYPER RETAIL LIMITED
[Formerly known as Mapple Exim Limited]**

**Date: 04.09.2019
Place: Ahmedabad**

**Ms. Keerthi Lachhwani
Company Secretary**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. ***The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting.*** A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

2. ***Members/Proxies should bring the Attendance Slip duly filled in for attending the Meeting.*** Attendance Slip is attached to the Proxy Form. Members holding shares in dematerialized form are requested to bring their DP ID and Client ID for identification.
3. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. Corporate Members intending to send their Authorized Representatives to attend the Meeting are requested to send a Certified Copy of the Board Resolution authorizing their Representatives to attend and vote at the Annual General Meeting.
5. *The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 23rd September, 2019 to Monday, 30th September, 2019 (both days inclusive).*
6. As a part of its Green initiative in Corporate Governance and Circulars issued by Ministry of Corporate Affairs allowing paperless compliances through electronic mode, soft copy of the Annual Report for 2018-19 will be sent along with the Notice to all the members whose email addresses are registered with the Company/its Registrar/ Depository Participant(s) unless any member requests for a hard copy of the same. All those members, who have not yet registered, are requested to register their email address with the Registrar/Depository Participants. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.
7. The Notice of 6th Annual general Meeting and Annual Report 2018-19 will also be available on the company's website www.osiahypermart.com for download by the members. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during business hours.
8. **Voting through Electronic means:** Pursuant to Section 108 of the Companies Act, 2013, read with the Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 in pursuance with the Regulation 44 of Securities and Exchange Board Of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to Members to exercise their right at the 6th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL).

Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again.

The facility for voting through ballot will be made available at the AGM, and members attending the AGM who have not cast their vote by remote e-voting will be able to exercise their right at the AGM.

PROCEDURE FOR E-VOTING

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Friday, 27th September, 2019 (9 A.M.) and ends on Sunday, 29th September, 2019 (5 P.M). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (i.e. the record date), being Friday, 20th September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form [EVSN: 190906029]
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the **OSIA HYPER RETAIL LIMITED**.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

IN CASE OF MEMBERS RECEIVING THE PHYSICAL COPY:

- A. Please follow all steps from sl. no. (i) to sl. no. (xviii) above to cast vote.
- B. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 20th September, 2019, i.e. the date prior to the commencement of book closure date are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may approach the Company for issuance of the User ID and Password for exercising their right to vote by electronic means.

The Company has appointed **M/s. Abhishek Chhajer & Associates, Practicing Company Secretary**, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinabove.

9. The Register of Directors’ and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the AGM.

10. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participant(s), with whom they maintain their demat accounts, will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change in bank particulars. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate to their Depository Participants immediately.
11. Members holding shares in physical form are requested to intimate any change of address and / or bank to M/s. Skyline Financial Services Private Limited, Registrar and Share Transfer agent of the Company immediately.
12. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Skyline Financial Services Private Limited, Registrar and Share Transfer agent of the Company.
13. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
14. Members desiring any information relating to the accounts are requested to write to the Company at its registered office well in advance so as to enable the management to keep the information ready.
15. The Explanatory Statement, for item nos. 3 and 4, pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of this notice.

Profile of the directors seeking appointment/reappointment in forthcoming Annual General Meeting:

Name of Director	SHRI. PRANAY HARAKCHAND JAIN
Director Identification Number	07891715
Date of Birth	23/06/1987
Date of first appointment	26/07/2017
Qualifications	Graduate
Expertise in specific	Administration
Number of Equity shares held	NIL
List of other Public Ltd. Co. in which Directorship held	NIL
Chairman/ Member of the Committees of the Board of Directors of the other Co.	NIL

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item no. 3**

Director, Shri Pranay Harakchand Jain (DIN: 07891715), retires by rotation, and being eligible, seeks re-appointment. Your Directors recommend the resolution for approval of members.

Except Shri Pranay Harakchand Jain none of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed item no. 3.

Item no. 4

The Board of Directors at the Board Meeting held on August 30, 2019 appointed M/s. Deora Maheshwari & Co., Chartered Accountants, with registration number 123009W to fill the casual vacancy caused due to resignation of M/s. Chopra Shah and Associates Chartered Accountants.

As per the provisions of Companies Act, 2013 read with rules made thereunder a causal vacancy caused due to resignation of Statutory Auditor needs to be approved by the members in a general meeting within three months. Accordingly, the Board of Directors have recommended the appointment of M/s. Deora Maheshwari & Co., Chartered Accountants to the members of the company for their approval at the Annual General Meeting by way of passing an ordinary resolution to hold office from the conclusion of the ensuing Annual General Meeting till the conclusion of the 11th Annual General Meeting .

M/s. Deora Maheshwari & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with the confirmation that, their appointment, if approved by the shareholders, would be within the limits prescribed under the Act.

Your Directors recommend the resolution for approval of members.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed item no. 4 except to the extent of their shareholding.

**By Order of the Board of Directors
For, OSIA HYPER RETAIL LIMITED
[Formerly known as Mapple Exim Limited]**

**Date: 04.09.2019
Place: Ahmedabad**

**Ms. Keerthi Lachhwani
Company Secretary**

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the 6TH ANNUAL REPORT together with the Audited Financial Statements for the Financial Year 2018-19 ended 31st March, 2019.

1. COMPANY'S PERFORMANCE, STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

Your Company is the business of an emerging supermarket chain with a focus on value- retailing. Your company stores have over thousands of products under a single roof that will cater to every need of a family and making **Osia Hypermart** public's favorite shopping destination with a modern ambience and with the feel of a large retail mall.

Your Company's financial performance for the year under review has been encouraging. During the year under review, the Company has achieved a gross turnover of Rs. 23169.77 lakhs in comparison to previous year's turnover which was Rs. 14223.28 lakhs. It represented an increase of 62.90% over the previous year. Your Company has earned a net profit of Rs. 810.47 lakhs against last year's Rs. 561.13 lakhs. It represented an increase of 44.44% over the previous year. Key aspects of Financial Performance of your Company for the current financial year 2018-19 along with the previous financial year 2017-18 are tabulated below in the Financial Results.

The future outlook of the Company and its professional management makes an enterprise of high quality and high efficiency as core competition. Our focus on quality has enabled us to sustain and grow our business model to benefit our customers. Our Company is managed by a team of experienced personnel having experience in different aspects of software industry. We believe that our qualified and experienced management has substantially contributed to the growth of our business operations. We believe our track record of timely delivery of quality products and demonstrated technical expertise has helped in forging strong relationships with our customers.

2. FINANCIAL RESULTS:

Particulars	(Rs. in lakhs)	
	2018-19	2017-18
Total Revenue (including other income)	23169.77	14223.28
Profit before Interest and Depreciation	1813.84	1180.25
Less: Interest	404.49	233.21
Profit before Depreciation	1409.5	947.04
Less: Depreciation	224.45	129.01
Profit before Taxation	1184.9	818.03
Exceptional Item	23.93	0.00
Profit After Exceptional Item	1160.97	818.03
Less: Provision for Taxation - Current	338.00	225.00
Less: Provision for Taxation - Deferred	12.50	31.90
Profit for the year	810.47	561.13

3. DIVIDEND:

Since the Company needs to plough back the profits for the future development and expansion, hence the Board of Directors has not recommended any dividend for the financial year 2018-19.

4. STATE OF COMPANY'S AFFAIRS:

The management of the Company continued with its core business activities. There is no change in the nature of business of the Company.

5. LISTING:

The Equity Shares of the Company are listed on SME Emerge Platform of NSE Limited w.e.f. 5th April, 2019.

6. ALLOTMENT OF 15,78,400 EQUITY SHARES TO PUBLIC THROUGH INITIAL PUBLIC OFFER (IPO) AFTER CLOSING OF FINANCIAL YEAR:

The Company after obtaining necessary approvals and finalizing the Basis of allotment in consultation with NSE SME have allotted 15,78,400 Equity Shares of Rs. 10/- each at an issue price of Rs. 252/- per share including premium of Rs. 242/- per share to the public through Initial Public Offer (IPO) after complying provisions and guidelines under the Companies Act, 2013, SEBI (ICDR) & SEBI (LODR). The Post IPO Paid up Share capital of the Company is 59,53,400 Equity Shares of Rs. 10/- each.

7. DEMATERIALISATION OF EQUITY SHARES:

All the Equity Shares of the Company are in dematerialised form with either of the depositories viz. NSDL and CDSL. The ISIN No. allotted is INE06IR01013.

8. TRANSFER TO RESERVES:

During the financial year under review, the amount of Rs. **810.47 lakhs** has been transferred to any 'Reserve & Surplus Account' of the Company.

9. PUBLIC DEPOSITS:

During the financial year under review, the Company has neither accepted nor renewed any 'Public Deposit' within the meaning of section 73 of the Act read with the Companies (Acceptance of Deposit) Rules, 2014.

10. SUBSIDIARY(IES) COMPANY:

The Company has no Subsidiary Company during the financial year under review.

11. ASSOCIATE COMPANY:

The Company does not have any 'Associate Company' within the meaning of section 2(6) of the Act during the financial year under review.

12. ANNUAL RETURN

The extract of Annual Return pursuant to the provision of section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 for the financial year 2018-19 in Form MGT - 9 is annexed hereto and form part of this report as **Annexure –1**.

13. DIRECTORS & KMP:

- a. One of your Directors viz. Mr. Pranay Jain (DIN – 07891715), retires by rotation in terms of the Articles of Association of the Company. However, being eligible offers himself for reappointment.
- b. Mrs. Keerti Lachhwani Appointed as Company secretary and Compliance officer of the Company w.e.f. 19th January 2019.
- c. Mr. Sandeep Tailor Appointed as Chief Financial officer of the Company w.e.f. 19th January 2019.

- d. The Board of Directors duly met 12 times during the financial year under review.
- e. The Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 (the Act) that they meet with the criteria of their independence laid down in Section 149(6) of the Act.
- f. Formal Annual Evaluation:

The Nomination and Remuneration Committee adopted a formal mechanism for evaluating the performance of the Board of Directors as well as that of its Committees and individual Directors, including Chairman of the Board, Key Managerial Personnel/ Senior Management etc. The exercise was carried out through an evaluation process covering aspects such as composition of the Board, experience, competencies, governance issues etc.

g. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 134 of the Companies Act, 2013, it is hereby confirmed:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
 - ii. that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at 31st March, 2019 being end of the financial year 2018-19 and of the profit of the Company for the year;
 - iii. that the Directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
 - iv. that the Directors had prepared the annual accounts on a going concern basis.
 - v. the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
 - vi. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- h. Disclosure relating to remuneration:

The provisions of section 197(12) of the Act read with rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 do not apply for the FY 2018-19 as the company was listed on 5th April 2019. Accordingly, details with respect to remuneration of employees are not applicable.

14. COMMITTEES

In terms of Companies Act, 2013, our Company has constituted the following Committees of the Board:

- 1) Audit Committee;
- 2) Nomination and Remuneration Committee;
- 3) Shareholders/ Investors Grievance Committee;
- 4) Corporate Social Responsibility Committee; and
- 5) Internal Complaints Committee.

AUDIT COMMITTEE

The Audit Committee was constituted *vide* Board resolution dated December 19, 2018. The Audit Committee consists of the following Directors:

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Chetan Damji Sangoi	Chairman	Independent Director
Mr. Hemen Hirenkumar Joshi	Member	Independent Director
Mr. Dharendra Gautam Chopra	Member	Managing Director

NOMINATION AND REMUNERATION COMMITTEE

The constitution of the Nomination and Remuneration Committee was constituted at a meeting of the Board of Directors held on December 19, 2018. The Nomination and Remuneration Committee consists of the following Directors;

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Chetan Damji Sangoi	Chairman	Independent Director
Mr. Hemen Hirenkumar Joshi	Member	Independent Director
Mr. Alpesh Bhailalbai Gandhi	Member	Independent Director

SHAREHOLDERS/ INVESTORS GRIEVANCE COMMITTEE

The Shareholders/ Investors Grievance Committee have been formed by the Board of Directors at the meeting held on December 19, 2018. The Shareholders/ Investors Grievance Committee consist of the following Directors;

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Chetan Damji Sangoi	Chairman	Independent Director
Mr. Alpesh Bhailalbai Gandhi	Member	Independent Director
Mrs. Kavita Dharendra Chopra	Member	Executive Director

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee has been formed by the Board of Directors at the meeting held on December 19, 2018. The Corporate Social Responsibility Committee consist of the following Directors;

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Hemen Hirenkumar Joshi	Chairman	Independent Director
Mr. Dharendra Gautam Chopra	Member	Managing Director
Mrs. Kavita Dharendra Chopra	Member	Executive Director

INTERNAL COMPLAINTS COMMITTEE:

The Internal Complaints Committee has been formed by the Board of Directors at the meeting held on December 19, 2018 in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Name of the Director	Designation in the Committee
Mrs. Kavita Dharendra Chopra	Presiding Officer
Mr. Sanjay Solanki	Member
Mr. Shankarsingh Tarsingh Rajpurohit	Member
Mrs. Poonam Panchal	Member

15. GENERAL:

During the year;

- i) The Company has issued 625000 Equity Shares @ Rs. 144 each on Private Placement basis on 25-Sep-18 during the financial year under review.
- ii) The Company does not have any ESOP scheme for its employees / Directors;
- iii) The Company has not bought back any of its securities;
- iv) The Company has not issued any Sweat Equity Shares;

16. INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY:

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures.

17. AUDITORS:**Statutory Auditor:**

Members of the Company at the Annual General Meeting that was held on 30th September, 2015 had appointed **M/s Chopra Shah & Associates**, Chartered Accountants as Statutory Auditor for a period of 5 years. In terms of section 139 of the Act such continuing appointment is subject to the yearly ratification by the members at an Annual General Meeting. The Statutory Auditors' Report does not contain any qualification, reservation or adverse remark.

As M/s. Osia Hyper Retail Limited listed on stock exchange on 5th April 2019 and now audit of the company shall be carried out by the auditors who have Peer Review Certificate by the Peer Review Board and M/s Chopra Shah & Associates does not hold Peer Review Certificate. Hence M/s Chopra Shah & Associates is not in a position to carry out the Statutory Audit of your Company. Accordingly, they had submitted their resignation as Statutory Auditors of the company with effect from 30th August 2019.

The Board of Directors at the Board Meeting held on 30th August 2019 appointed M/s. Deora Maheshwari & Co, Chartered Accountants, with registration number 123009W to fill the casual vacancy caused due to resignation of M/s Chopra Shah & Associates subject to approval of members in the general meeting.

As per the provisions of Companies Act, 2013 read with rules made thereunder a casual vacancy caused due to resignation of Statutory Auditor needs to be approved by the members in a general meeting within three months. Accordingly, the Board of Directors have recommended the appointment of M/s. Deora Maheshwari & Co Chartered Accountants to the members of the company for their approval at the Annual General Meeting by way of passing an ordinary resolution to hold office from the conclusion of the ensuing Annual General Meeting till the conclusion of the 11th Annual General Meeting .

M/s. Deora Maheshwari & Co Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with the confirmation that, their appointment, if approved by the shareholders, would be within the limits prescribed under the Act.

Cost Auditor:

The provisions of section 148 of the Companies Act read with rule 3 of the Companies (Cost Records and Audit) Rules, 2014 do not apply to the Company. Accordingly, the Company has not appointed the Cost Auditor.

Secretarial Auditor:

The provisions of section 204 of the Act read with rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 do not apply for the FY 2018-19 as the company was listed on 5th April 2019. Hence the Secretarial Audit Report is not applicable to the Company.

18. RELATED PARTY TRANSACTION:

Details of Related Party Transactions and Details of Loans, Guarantees and Investments covered under the provisions of Section 188 and 186 of the Companies Act, 2013 respectively are given in the notes to the Financial Statements attached to the Auditors' Report.

All transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any transactions with related parties which could be considered as material in accordance with the policy of the Company on materiality of related party transactions.

19. PARTICULARS OF LOANS, GUARANTEES, INVESTMENT & SECURITIES PROVIDED:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 respectively are given in the notes to the Financial Statements attached to the Auditors' Report.

20. SIGNIFICANT / MATERIAL ORDERS PASSED BY THE REGULATORY:

During the year; there was no significant / material order passed by any regulator, court or tribunal on the Company impacting the going concern status and Company's operations in future.

21. RISK MANAGEMENT:

The Company was already having risk management system to identify, evaluate and minimize the Business risks. The Company during the year had formalized the same by formulating and adopting Risk Management Policy. This policy intends to identify, evaluate, monitor and minimize the identifiable risks in the Organisation.

22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company has no information to furnish with respect to conservation of energy, technology absorption, Foreign Exchange Earnings and Outgo, as are needed to be furnished under section 134(3) (m) of the Act read with rule 8 of the Companies (Accounts) Rules, 2014.

23. CORPORATE SOCIAL RESPONSIBILITY:

The Company has formed Corporate Social Responsibility Committee as per section 135 of the Companies Act, 2013 and Rules of Companies (Corporate Social Responsibility policy), 2014. Committee Consist three director Mr. Hemen Hirenkumar Joshi as Chairperson of CSR Committee, Mr. Dhirendra Gautamkumar Chopra and Mrs. Kavita Chopra Dhirendrakumar as a member of the Committee.

24. PARTICULARS OF EMPLOYEES:

Pursuant to the provisions of Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with the Companies Act, 2013, it is hereby informed that none of the employees of the Company was in receipt of remuneration of Rs.5 lakhs per month or Rs. 60 lakhs per annum during the year under review.

25. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is presented in a separate section forming part of the Annual Report.

26. SAFETY, HEALTH AND ENVIROMENT:

- (a) Safety: The Company encourages a high level of awareness of safety issues among its employees and strives for continuous improvement. All incidents are analysed in the safety committee meetings and corrective actions are taken immediately. Employees are trained in safe practices to be followed at work place.
- (b) Health: Your Company attaches utmost importance to the health of its employees. Periodic checkup of employees is done to monitor their health. Health related issues if any are discussed with visiting Medical Officer.
- (c) Environment: Company always strives hard to give importance to environmental issues in normal course of operations. Adherence to Environmental and pollution control Norms as per Gujarat Pollution Control guidelines is of high concern to the Company.

27. DISCLOSURE OF SEXUAL HARASSMENT:

Pursuant to section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, entire staff in the Company is working in a most congenial manner and there are no occurrences of any incidents of sexual harassment during the year.

28. CAUTIONARY STATEMENT:

Certain Statements in the Management Discussion and Analysis section may be forward looking and are stated as required by applicable laws and regulations. Many factors may affect the actual results, which would be different from what the Directors envisage in terms of the future performance and outlook.

29. ACKNOWLEDGMENTS

The Board places on record its appreciation for the continued co-operation and support extended to the Company by its customers which enables the Company to make every effort in understanding their unique needs and deliver maximum customer Satisfaction.

We place on record our appreciation of the contribution made by the employees at all levels, whose hard work, cooperation and support helped us face all challenges and deliver results. We acknowledge the support of our vendors, the regulators, the esteemed league of bankers, financial institutions, rating agencies, government agencies, stock exchanges and depositories, auditors, legal advisors, consultants, business associates and other stakeholders.

**By Order of the Board of Directors
For, OSIA HYPER RETAIL LIMITED
[Formerly known as Mapple Exim Limited]**

Date: 04.09.2019
Place: Ahmedabad

Dhirendra Chopra
Managing Director
DIN: 06473774

Kavita Chopra
Director
DIN:06473785

ANNEXURE-1

**FORM MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:									
1	CIN	U52190GJ2013PLC077269 [CIN Changed after Listing L52190GJ2013PLC077269]							
2	Registration Date	18/10/2013							
3	Name of the Company	Osia Hyper Retail Limited (Formally known as Mapple Exim Limited)							
4	Category/Sub-category of the Company	Company Limited by Shares							
		Indian Non-Government Company							
5	Address of the Registered office & contact details	Basement Store 1, 4D Square, Opp. IIT Eng College, Nr. D-Mart Visat Gandhinagar Highway, Motera, Ahmedabad 380005 Email Id - cs2013.ohrl@gmail.com							
6	Whether listed company	YES [National Stock Exchange of India Ltd w.e.f. 05.04.2019]							
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Skyline Financial Services Private Limited 4A9, Gundecha Onclave, Kherani Road, Sakinaka, Mumabai-400072 Email: Mumbai@skylinerta.com							
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)									
Sr. No.	Name and Description of main products / services	NIC Code of the Product/service			% to total turnover of the company				
1	Other retail sale in non-specialized	52190			100%				
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES									
Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate		% of shares held		Applicable Section		
1	THE COMPANY DOES NOT HAVE ANY HOLDING, SUBSIDIARY OR ASSOCIATE COMPANIES.								
IV. SHARE HOLDING PATTERN (Equity share capital breakup as percentage of total equity)									
(i) Category-wise Share Holding									
Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	0	3750000	3750000	100.00	0	3750000	3750000	85.72	-14.28
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A) (1)	0	3750000	3750000	100.00	0	3750000	3750000	85.72	-14.28

(2) Foreign										
a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00	
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00	
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00	
d) Any other	0	0	0	0.00	0	0	0	0.00	0.00	
Sub Total (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00	
TOTAL (A)	0	3750000	3750000	100.00	0	3750000	3750000	85.72	-14.28	
B. Public shareholding										
1. Institutions										
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00	
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00	
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00	
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00	
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00	
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00	
g) FII's	0	0	0	0.00	0	0	0	0.00	0.00	
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00	
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00	
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00	
2. Non-Institutions										
a) Bodies Corp.										
i) Indian										
ii) overseas	0	0	0	0.00	0	0	0	0.00	0.00	
b) Individuals	0	0	0	0.00	0	0	0	0.00	0.00	
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00	
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0.00	0	156250	156250	3.569	3.569	
c) Others (specify)										
Non Resident Indians	0	0	0	0.00	0	0	0	0.00	0.00	
Body Corporate	0	0	0	0.00	0	416670	41667	9.524	9.524	
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00	
Clearing Members	0	0	0	0.00	0	0	0	0.00		
Trusts	0	0	0	0.00	0	0	0	0.00	0.00	
HUF	0	0	0	0.00	0	52080	52080	1.190	1.190	
Foreign Bodies	0	0	0	0.00	0	0	0	0.00	0.00	
Sub-total (B)(2):-	0	0	0	0.00	0	625000	625000	14.28	14.28	
Total Public (B)	0	0	0	0.00	0	625000	625000	14.28	14.28	
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00	
Grand Total (A+B+C)	0	3750000	3750000	100.00	0	4375000	4375000	100.00	0.00	

(ii) Shareholding Of Promoter & Promoter Group

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Dhirendra Gautam Chopra	1875000	50.000	0.00	1875000	42.858	0.00	-7.142
2	Kavita Dhirendra Chopra	1870000	49.867	0.00	1870000	42.744	0.00	-7.123
3	Gautam Jasraj Chopra	1000	0.0266	0.00	1000	0.0228	0.00	-0.038
4	Nirmala Gautam Chopra	1000	0.0266	0.00	1000	0.0228	0.00	-0.038
5	Naitik Gautam Chopra	1000	0.0266	0.00	1000	0.0228	0.00	-0.038
6	Namrata Abhishek Mehta	1000	0.0266	0.00	1000	0.0228	0.00	-0.038
7	Harak Jain	1000	0.0266	0.00	1000	0.0228	0.00	-0.038
	Total	3750000	100.00	0.00	3750000	85.72	0.00	-14.28

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
There is no change in the Promoters' Shareholding, but the percentage of the promoter was proportionately decreased due to allotment of 625000 equity shares to the non promoter group during the year.							

(iv) *Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

For each of the Top 10 shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
	No. of shares	% of total shares	No. of shares	% of total shares
Dipalee Ameet Desai	0	0.00	62500	1.428
Hemant Navinchandra Shah	0	0.00	34720	0.793
Manish Devendrabhai Shah HUF	0	0.00	17360	0.396
Samir Rohitbhai Shah HUF	0	0.00	34720	0.794
Monarch Comtrade Private Limited	0	0.00	416670	9.524
Dimple Amar Parikh	0	0.00	17360	0.396
Shaishav Rakeshbhai Shah	0	0.00	41670	0.952
Total	0	0.00	625000	14.283

*During the year the company has allotted 625000 shares.

(v) Shareholding of Directors and Key Managerial Personnel:					
Sr. No	For each of the Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	Dhirendra Gautam Chopra	1875000	50.000	1875000	42.858
2	Kavita Dhirendra Chopra	1870000	49.867	1870000	42.744
3	Alpeshkumar Bhailalbhai Gandhi	0.00	0.00	0.00	0.00
4	Hemen Hirenkumar Joshi	0.00	0.00	0.00	0.00
5	Chetan Damji Sangoi	0.00	0.00	0.00	0.00
6	Pranay Jain	0.00	0.00	0.00	0.00
V. INDEBTEDNESS (Indebtedness of the Company including interest outstanding/accrued but not due for payment.)					
(Amt. in Rs.)					
Particulars		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
i) Principal Amount		157062552.00	58401654.00	-	215464206.00
ii) Interest due but not paid		-	-	-	-
iii) Interest accrued but not due		-	-	-	-
Total (i+ii+iii)		157062552.00	58401654.00	-	215464206.00
Change in Indebtedness during the financial year					
* Addition		104322533.00	86978895.00	-	191301428.00
* Reduction		-	-	-	-
Net Change		104322533.00	86978895.00	-	191301428.00
Indebtedness at the end of the financial year					
i) Principal Amount		261385085.00	145380549.00	-	406765634.00
ii) Interest due but not paid		-	-	-	-
iii) Interest accrued but not due		-	-	-	-
Total (i+ii+iii)		261385085.00	145380549.00	-	406765634.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL			
A. REMUNERATION TO MD/MANAGER/WTD			
Sr. No.	Particulars of Remuneration	DHIRENDRA CHOPRA Managing Director	KAVITA CHOPRA Executive Director
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	48,00,000.00	48,00,000.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- As % of profit	-	-
	- Others, specify	-	-
5	Others, please specify	-	-
	Total	48,00,000.00	48,00,000.00

B. REMUNERATION TO OTHER DIRECTORS - NIL					
C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD -					
Sr. No.	Particulars of Remuneration	#SANDEEP TAILOR CFO		#KEERTI LACHHWANI CS	
1	Gross salary	-		-	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-		-	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-		-	
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-		-	
2	Stock Option	-		-	
3	Sweat Equity	-		-	
4	Commission	-		-	
	- As % of profit	-		-	
	- Others, specify	-		-	
5	Others, please specify	-		-	
	Total	-		-	
# Appointed w.e.f. 19.01.2019					
VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:					
Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY/ DIRECTORS/ OTHER OFFICERS IN DEFAULT					
Penalty	NIL				

**By Order of the Board of Directors
For, OSIA HYPER RETAIL LIMITED
[Formerly known as Mapple Exim Limited]**

Date: 04.09.2019
Place: Ahmedabad

Dhirendra Chopra
Managing Director
DIN: 06473774

Kavita Chopra
Director
DIN:06473785

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Director's have pleasure in presenting the Management Discussion and Analysis Report for the year ended on 31st March, 2019.

INDUSTRY STRUCTURE & DEVELOPMENTS

India's potential lies in the growth of smaller cities that have been witnessing transformation over the years. Almost a third of new development will happen in the tier-II and -III cities. Even stand-alone stores opt for greater emphasis on visual displays, staff training and modern ambiance with their entry into even smaller towns. Availability and cost of retail space is another major consideration in the development of organised retailing. Prime locations in tier-II and -III cities are 30 per cent cheaper than their counterparts in the metros. Average rental values for ground floor space are much lower when compared against bigger cities. In 2018, supermarkets grew 25%, while hypermarkets grew by 15%. Nielsen said that in the last two years, towns with a population of less than a lakh contributed about 58 per cent of FMCG sales through modern stores. The major factors leading to the growth of modern retail in small towns are the rural growth impetus given by increased minimum support price for various crops that has led to a jump in the average household income. Small and large organized stores in cities with a population of 100,000 to 500,000 grew three times compared with those in metros. "In smaller towns, it is more the case of small mom-pop stores trying to reinvent themselves."

Demonetisation has given a huge boost to the plastic money in the smaller towns that was largely a cash driven economy. The reduction of GST rates on certain branded commodities has also boosted sales, with the narrowing in the price gap between branded and unbranded commodities.

ORGANISATION PROFILE:

Company was originally incorporated in Ahmedabad as Mapple Exim Private Limited on October 2013. Later it was converted in to a Public Limited Company and the name was changed to Mapple Exim Limited. Mapple Exim Limited was renamed as Osia Hyper Retail Limited from September 2017. Company is currently being promoted by Mr. Dhirendra Gautam Chopra and Mrs. Kavita Dhirendra Chopra with their rich experience of more than 15 years and 10 Years respectively. Osia opened it's first store in Ahmedabad, Gujarat in 2014, in the name of "Osia Hypermart". As on date, Osia operates 11 stores (2,69,000 sq ft retail space) with business spread across Ahmedabad, Vadodara, Gandhinagar, Gandhidham and Dehgam and one distribution center located at Rakhial, Ahmedabad.

Osia offers thousands of products under a single roof which caters to every need of a family and making Osia Hypermart public's favourite shopping destination with a modern ambiance and feel of a large retail mall. These incorporate Menswear, Women's wear, Kid's wear, Footwear, Cosmetics, Perfumes and Handbags, Household Accessories, lingerie, Gifts, FMCG, crockery, Handicrafts, utensils, handlooms, etc.

INDIAN RETAIL INDUSTRY

Indian Retail industry is expected to touch \$1.2 tn in FY 21 and \$1.8 tn by FY 26@ CAGR of 15%. The retail sector is experiencing exponential growth, with retail development taking place not just in major cities and metros, but also in Tier-II and Tier-III cities. According to a recent report by India Brand Equity Foundation (IBEF), India is expected to become the World's third largest consumer economy. At Present, India leads in terms of per capita retail store availability making it a favourable market for retailers. India is Asia's third largest retail market and the world's fourth largest after the US, China, and Japan. It is one of the fastest growing major economies in the world, in turn leading to high growth in consumer and retail markets, thus presenting massive investment and business opportunities.

EXPANSION & FUTURE PROPOSAL:

Osia Hypermart came out with a SME IPO in March 19 and raised Rs. 39 crores (1578400 shares issued @ Rs.252 per share) for further expansion to newer geographies for next level of growth. This Issue is being undertaken to meet the objects, as set forth herein, and to realize the benefits of listing of our Equity Shares on Stock Exchanges, which in our opinion would enhance our Company's visibility, brand name and enable us to avail of future growth opportunities. The other Objects of the Issue also include creating a public trading market for the Equity Shares of our Company by listing them on NSE EMERGE Platform.

The Net Proceeds from the Issue are proposed to be utilized by our Company for the following objects:

1. Purchase of Fit outs for stores;
2. To meet Working Capital Requirements;
3. General Corporate Purpose; and
4. Issue Expenses

Further, we believe that the listing of our Equity Shares will enhance our visibility and brand name among existing and potential customers.

RISKS AND CONCERNS:

Key factor in determining a company's performance is the company's ability to manage the risks in its business/environment effectively. Many risks exist in a company's operating environment and they emerge on a regular basis, viz Currency Risk, Commodity price Risk, Human Resource Risk. Risk management is embedded in operating framework of your Company. Your Company believes that managing risks helps in maximizing returns. Risk management framework is reviewed periodically by the Board and the Audit Committee. Like any other industry, the retail industry is also exposed to risk of competition, government policies, fluctuation of commodity price, natural factor like change in climate etc.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The financial performance of the Company for the year 2018-19 is described in the Directors' Report under the head Financial Result.

INTERNAL CONTROL SYSTEM:

Your Company maintains a system of internal controls designed to provide reasonable assurance regarding the following:

- Effectiveness and efficiency of operations
- Prevention and detection of frauds and errors
- Effective use of resources
- Adherence to applicable Accounting Standards and policies
- Timely preparation of reliable financial information

Internal controls and governance process are duly reviewed for their adequacy and effectiveness on periodical basis.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS FRONT:

Company takes pride in the commitment, competence and dedication shown by its employees in all areas of business. Your Directors wish to convey their gratitude and place on record their appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year. Industrial relations were cordial throughout the year.

DISCLAIMER:

Statements in this Annual Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. Actual results may materially differ from those expressed or implied.

**By Order of the Board of Directors
For, OSIA HYPER RETAIL LIMITED
[Formerly known as Mapple Exim Limited]**

**Date: 04.09.2019
Place: Ahmedabad**

**Dhirendra Chopra
Managing Director
DIN: 06473774**

**Kavita Chopra
Director
DIN:06473785**

INDEPENDENT AUDITORS' REPORT

TO
The Members of
OSIA HYPER RETAIL LIMITED.
Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **OSIA HYPER RETAIL LIMITED** (“the company”), which comprise the Balance Sheet as at 31 March 2019, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2019;
- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management’s Responsibility for the Financial Statements

The Company’s Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the company’s financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our responsibility is to express an opinion on this financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure-A** a statement on the matters specified in the paragraph 3 and 4 of the order to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - c) the Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31 March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2019, from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us:
- g) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - iii. there were no amounts which required to be transferred, to the Investor Education and Protection Fund by the Company

For CHOPRA SHAH AND ASSOCIATES
Chartered Accountants
ICAI FRN : 130698W

Place : AHMEDABAD
Date : 10.07.2019

PRAMOD CHOPRA
(Partner)
M. NO. 133853

ANNEXURE A TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of OSIA HYPER RETAIL LIMITED for the year ended 31st March, 2019

On the basis of the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has not maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) These fixed assets have been physically verified by the management at reasonable intervals there was no Material discrepancies were noticed on such verification.
(c) Total Assets of company includes Immovable property also and the title deeds of immovable properties are held in the name of the company.
2. Physical verification of inventory has been conducted at reasonable intervals by the management and as informed by the management that there is no material discrepancies were noticed
3. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
4. In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the company.

5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
6. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products of the Company.
7.
 - (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is regular in depositing undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
 - (b) According to the information and explanations given to us, there are no undisputed statutory dues including provident fund, employees' state insurance, labour welfare fund, profession tax, income-tax, sales-tax, service tax, customs duty, excise duty, cess and other material statutory dues which were outstanding, at the year-end for a period of more than six months.

Dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax
 - (c) or GST have been deposited on time and no dispute is pending on the part of company.
8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to a financial institution and bank.
9. In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. The company has utilized the monies raised by way of term loans for the purpose for which they were raised.
10. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.
11. In our opinion and according to the information and explanation given to us, the company has paid/provided managerial remuneration in accordance with the requisite approval mandated by the provisions of Section 197 read with Schedule V of the Act.
12. Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
13. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
14. According to the information and explanations given to us and on an overall examination of the balance sheet, the company has made preferential allotment or private placement of 6,25,000 shares during the year under review and the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. Further the company has not made preferential allotment of fully or partly convertible debentures.
15. According to the information and explanations given by the management, the Company has not entered into any non ash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.

16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act. According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For CHOPRA SHAH AND ASSOCIATES
Chartered Accountants
ICAI FRN : 130698W

Place : AHMEDABAD
Date : 10.07.2019

PRAMOD CHOPRA
(Partner)
M. NO. 133853

ANNEXURE-B TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **OSIA HYPER RETAIL LIMITED**. ("The Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For CHOPRA SHAH AND ASSOCIATES
Chartered Accountants
ICAI FRN : 130698W

Place : AHMEDABAD
Date : 10.07.2019

PRAMOD CHOPRA
(Partner)
M. NO. 133853

BALANCE SHEET as at 31st March, 2019

(Rs.)

Particulars	Note No	As at 31st March,2019	As at 31st March,2018
EQUITY AND LIABILITIES			
Shareholder's Funds			
(a) Share Capital	2	43750000.00	37500000.00
(b) Reserves and Surplus	3	242739028.93	77942432.52
Share application money pending allotment		0.00	85000000.00
Non-Current Liabilities			
(a) Long-term borrowings	4	210891918.76	124826438.32
(b) Deferred Tax Liabilities (Net)	5	5329807.89	4079558.89
(c) Other Long-term Liabilities		0.00	0.00
(d) Long-term Provisions		0.00	0.00
Current Liabilities			
(a) Short Term Borrowings	6	195873715.29	90637767.05
(b) Trade payables	7	581156931.53	314982234.69
(c) Other current liabilities	8	21082333	13945813.93
(d) Short-term provisions	9	65015069	31807877
Total		1365838804.4	780722122.4
ASSETS			
Non-current assets			
(a) Fixed assets			
(xxi) Tangible assets	10	246064696.89	197077924.51
(xxii) Intangible assets			
(xxiii) Capital work-in-progress		301779.00	14864452.64
(xxiv) Intangible assets under development		92000.00	92000.00
(b) Non-current investments		0.00	0.00
(c) Deferred Tax Assets (net)		0.00	0.00
(d) Long term loans and advances	11	53285870.00	27649790.00
(e) Other Non-Current Assets		0.00	0.00
Current assets			
(a) Inventories	12	954665736	503301327
(b) Trade receivables	13	17858170.77	4512980.35
(c) Cash and Bank Balance	14	18131104.74	23323970.3
(d) Short-term loans and advances	15	36978139	9646419.6
(e) Other Current Assets	16	38461308	253258
Total		1365838804.4	780722122.4
Significant Accounting Policies	1		
NOTES FORMING AN INTEGRAL PART OF THIS STATEMENT OF ACCOUNTS	2 to 28		

For Chopra Shah & AssociatesChartered Accountants
Firm Reg.: 130698W**Pramod Chopra**Partner
M. No.: 133853Place : Ahmedabad
Date : 10.07.2019**For Osia Hyper Retail Limited****Dhirendra Chopra**
(Managing Director)
DIN: 06473774**Kavita Chopra**
(Director)
DIN: 06473785**Sandeep Tailor**
Chief Financial Officer**Keerti Lachhwani**
Company SecretaryPlace : Ahmedabad
Date : 10.07.2019

STATEMENT OF PROFIT AND LOSS for the year ended on 31st March 2019

(Rs.)

Particulars	Note No	As at 31st March, 2019	As at 31st March, 2018
Revenue from operations	17	2303886220.05	1413826403.96
Other Income	18	13090809.47	8501644.52
Total Revenue		2316977029.52	1422328048.48
Expenses:			
Cost of Materials Purchased		0.00	0.00
Purchases of Stock-in-Trade	19	2194982246.41	1272025047.59
Changes in Inventories of Finished Goods, Work in Progress and Stock in Trade	20	-451364409.00	-194829069.11
Employee benefit expense	21	137057264.28	88595595.45
Other expenses	23	254918340.19	138511485.02
Financial costs	22	40449029.23	23321185.92
Depreciation and amortization expense		22444624.00	12900630.00
Total Expenses		2198487095.11	1340524874.87
Profit before exceptional and extraordinary items and tax		118489934.41	81803173.61
Exceptional Items	24	2393089.00	0.00
Profit before tax		116096845.41	81803173.61
Tax expense:			
- Current tax		33800000.00	22500000.00
- MAT Entitlement		0	0
- Deferred tax Assets/Liabilities		1250249.00	3189933.00
Profit/(Loss) for the period		81046596.41	56113240.61
Earning per equity share:			
(1) Basic		19.90	14.96
(2) Diluted		19.90	14.96
Significant Accounting Policies	01		
NOTES FORMING AN INTEGRAL PART OF THIS STATEMENT OF ACCOUNTS	2-28		

For Chopra Shah & Associates

Chartered Accountants

Firm Reg.: 130698W

Pramod Chopra

Partner

M. No.: 133853

Place : Ahmedabad

Date : 10.07.2019

For Osia Hyper Retail Limited**Dhirendra Chopra**

(Managing Director)

DIN: 06473774

Kavita Chopra

(Director)

DIN: 06473785

Sandeep Tailor

Chief Financial Officer

Keerti Lachhwani

Company Secretary

Place : Ahmedabad

Date : 10.07.2019

CASH FLOW STATEMENT for the period ended on 31st March, 2019

(Rs.)

Particulars	2018-19 (Rs. In Lakhs)	2017-18 (Rs. In Lakhs)
A. CASH FLOWS FROM OPERATING ACTIVITIES :		
Net Profit before tax and extraordinary items	1184.90	818.03
Adjustment for :		
Depreciation	224.45	129.01
Gain or loss of Sale of Fixed assets	0.00	0.00
Gain or loss of Investment	0.00	0.00
Finance Cost	404.49	233.21
Dividend Income	0.00	0.00
Other adjustment of non cash Item	0.00	0.00
Other adjustment to reconcile Profit	0.00	0.00
Loss on Sale of Assets	0.00	0.00
Assets written off	0.00	0.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES (A)	1813.84	1180.25
Adjustment for Working Capital		
Adjustment for Increase/Decrease in Inventories	(4513.64)	(1948.29)
Adjustment for Increase/Decrease in Trade Receivables	(133.45)	1.55
Adjustment for Increase/Decrease in Other Current Assets	(655.40)	13.35
Adjustment for Increase/Decrease in Trade Payable	2661.75	968.02
Adjustment for Increase/Decrease in Other Current Liabilities	1122.95	145.52
Adjustment for Provisions	332.07	191.38
Total Adjustment For Working Capital (B)	(1185.72)	(628.47)
CASH GENERATED FROM OPERATIONS (A+B)	628.11	551.78
Income Tax paid (Net off Refund)	(338.00)	(225.00)
CASH FLOW BEFORE EXTRAORDINARY ITEMS	290.11	326.78
Adjustments for Extraordinary Items	(23.93)	0.00
NET CASH FROM OPERATING ACTIVITIES	266.18	326.78
B. CASH FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(568.69)	(722.02)
Sale of Fixed Assets	0.00	0.00
Other Cash inflow/ Outflow of Cash	(256.36)	(225.03)
NET CASH USED IN INVESTING ACTIVITIES	(825.05)	(947.05)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from share capital/share application money	(787.50)	850.00
Security Premium	837.50	0.00
Proceed from long term Borrowings	860.65	90.71
Interest paid	(404.49)	(233.21)
NET CASH SURPLUS IN FINANCING ACTIVITIES	506.16	707.50
D. NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS	(52.70)	87.23
E. CASH & CASH EQUIVALENTS AT THE BEGIN. OF THE YEAR	220.12	132.89
F. CASH & CASH EQUIVALENTS AT THE CLOSE OF THE YEAR	167.42	220.12
NOTES FORMING AN INTEGRAL PART OF THIS STATEMENT OF ACCOUNTS		

For Chopra Shah & AssociatesChartered Accountants
Firm Reg.: 130698W**Pramod Chopra**Partner
M. No.: 133853Place : Ahmedabad
Date : 10.07.2019**For Osia Hyper Retail Limited****Dhirendra Chopra**
(Managing Director)
DIN: 06473774**Kavita Chopra**
(Director)
DIN: 06473785**Sandeep Tailor**
Chief Financial Officer**Keerti Lachhwani**
Company SecretaryPlace : Ahmedabad
Date : 10.07.2019

NOTES FORMING AN INTEGRAL PART OF FINANCIAL STATEMENT**Note - 1 SIGNIFICANT ACCOUNTING POLICIES & PRACTICES:****1. Basis of Accounting :**

The financial statements are prepared and presented under the historical cost convention and evaluated on a going-concern basis using the accrual system of accounting in accordance with the accounting principles generally accepted in India (Indian GAAP) and the requirements of the Companies Act, 2013 and all Expenses and Income (except Bonus to Employees), unless specifically stated to be otherwise, have been accounted for on mercantile basis. The accounting policies are consistent with those used in the previous year.

2. Use of Estimates

The preparation and presentation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the results of operations during the reporting year. Although these estimates are based on management's best knowledge of current events and actions, actual result could differ from these estimates. The difference between the actual results and estimates are recognized in the period in which results are known or materialized.

3. Cash Flow Statement

Cash flow statement has been prepared as per requirements of Accounting Standard - 3. Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. Cash flows from operating, investing and financing activities of the Company are segregated, accordingly.

4. Contingencies and Events Occurring After the Balance Sheet Date

Effects of, events occurred after Balance Sheet date and having material effect on financial statements are reflected where ever required.

5. Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost comprises the purchase price and any attributable cost of bringing assets to its working condition for its intended use. Borrowing cost relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

6. Depreciation Accounting:

Depreciation has been provided on depreciable value of assets using Straight-line method on the basis of useful life specified in Schedule II of the Companies Act, 2013.

7. Impairment of Assets

The carrying amount of assets is reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exist, the recoverable amount of the as estimated. An impairment loss is recognised whenever the carrying amount of an asset or its cash generating units exceeds its recoverable amount. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount and recognised in compliance with AS-28.

8. Inventories:

Finished goods are valued at lower of cost or net realisable value after providing for obsolescence. The cost of inventories is computed on FIFO basis.

9. Investments:

If any, Investments of the Company are long-term. The same are valued at the cost of acquisition. Decline in the value of permanent nature is provided as per accounting standard AS 13.

10. Revenue Recognition:

Sales comprise invoice value of goods net of GST, VAT & CENVAT and are recognized on transfer of risk and rewards associated with the property in goods to the buyer which is normally on delivery as per terms of sales. Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable i.e. on the basis of matching concept. Other items of Income are accounted as and when the right to receive arises.

11. Borrowing Costs:

Borrowing costs directly attributable to the acquisition or construction of fixed assets are capitalised as part of the cost of the assets upto the date the asset is put to use. Other borrowing costs are charged to the Profit & Loss Account in the year in which they are incurred.

12. Retirement Benefits:

P.F. & E.S.I. is accrued on monthly basis in accordance with the terms of contract with the employee/ relevant Act and is deposited in the Statutory Fund.

Gratuity Plan

Provision for Gratuity was not provided up to last year but this year it has been determined on the basis of actuarial valuation for current year as well as previous 3 years and contribution for the year is charged to the Statement of Profit and Loss for the year. For previous 3 years, provision for gratuity has been charged to the Statement of Profit and Loss for the year under the head of Prior period items.

13. Related Party Disclosures:

The Disclosures of Transaction with the related parties as defined in the Accounting Standard 18 are given in NOTE 26.

14. Taxes on Income

Provision for Income Tax comprises of current tax and deferred tax charge or release. Deferred Tax is recognized subject to consideration of prudence on timing differences being difference between taxable and accounting Income/Expenditure that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax Assets are not recognized unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets will be realized.

15. Earning Per Share:

Basic and diluted earnings per share are computed in accordance with Accounting Standard 20 - Earnings per Share. Basic earnings per share is calculated by dividing the net profit or loss after tax for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year except where the results are anti-dilutive.

16. Minimum Alternate Tax Credit:

Minimum Alternate Tax Credit Entitlement is recognised in the books of account when there is convincing evidence that the Company will pay normal income tax during the specified period. The Entitlement is reviewed at each balance sheet date with regard to the correctness of the carrying amount.

17. Discontinuing Operation:

During the years/period, the company has not discontinued any of its operations.

18. Provisions, Contingent Liabilities and Contingent Assets:

- a) Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.
- b) Contingent Liabilities are not recognized but disclosed in the financial statements.
- c) Contingent Assets are neither recognized nor disclosed in the financial statements.
- d) Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet Date.

NOTE 2: SHARE CAPITAL

(Rs.)

Particulars	As at 31 st March, 2019	As at 31 st March, 2018
AUTHORISED 7000000 (7000000) Equity Shares of Rs.10 each	70000000.00	70000000.00
ISSUED, SUBSCRIBED & PAID UP. 4375000 (4375000) Equity Shares of Rs.10 each fully paid	43750000.00	37500000.00
Total	43750000.00	37500000.00

The reconciliation of the number of shares outstanding and the amount of share capital:

(Rs.)

Particulars	As at 31 st March, 2019		As at 31 st March, 2018	
	No. of shares	Rs.	No. of shares	Rs.
EQUITY SHARE				
Outstanding at the beginning of the year	3750000	37500000.00	1875000	18750000.00
Add : Shares issued during the year	625000	6250000.00	0.00	0.00
Add : Bonus Shares issued during the year	0.00	0.00	1875000	18750000.00
Outstanding at the end of the year	4375000	43750000.00	3750000	37500000.00

Details of shareholders holding more than 5% shares in the Company:

Particulars	As at 31 st March, 2019		As at 31 st March, 2018	
	No. of shares	% of Holding	No. of shares	% of Holding
EQUITY SHARE				
Dhirendrakumar Gautam Chopra	1875000	42.86	1875000	50.00
Kavita Dhirendrakumar Chopra	1870000	42.74	1870000	49.87
Monarch Comtrade Private Limited	416670	9.52	0	0.00

NOTE 3: RESERVES & SURPLUS

(Rs.)

Particulars	As at 31 st March, 2019		As at 31 st March, 2018	
Securities Premium Reserve				
Opening Balance	7500000.00		26250000.00	
Add : Addition during the year	83750000.00		0.00	
Less: Bonus Shares issued during the year	0.00	912500000.00	18750000.00	7500000.00
Surplus:				
Opening balance	70442432.52		14329191.91	
Add: Net Profit for the year	81046596.41		56113240.61	
Less: Income Tax of earlier years	0.00		0.00	
Less: Depreciation of earlier years	0.00	151489028.93	0.00	70442432.52
Total		242739028.93		77942432.52

Note: Of the above equity shares:

In FY 2017-18 :- 18,75,000 equity shares of Rs. 10 have been allotted as fully paid bonus shares by capitalization of Securities Premium of Rs. 1,87,50,000.

NOTE 4: LONG TERM BORROWINGS

(Rs.)

Particulars	As at 31 st March, 2019		As at 31st March, 2018	
Secured				
<u>Term Loan</u>				
- From Banks	16254839.76		13870347.32	
Less: Current maturities	-5380119.00		-4241232.00	
<u>Financial Institution</u>		10874720.76		9629115.32
- From Aditya Birla Finance Ltd	63707041.00		65866061.00	
Less : Current maturities	-9070392.00	54636649.00	-9070392.00	56795669.00
Unsecured				
<u>Loans and advances</u>				
From Related Parties				
- From Directors	0.00		0.00	
- From Others	145380549	145380549.00	58401654.00	58401654.00
TOTAL		210891918.76		124826438.32

Nature of Security and terms of repayment for Long Term Borrowings:

Term Loan	
Nature of Security	Terms of Repayment
1. Property Loan from Aditya Birla Finance Ltd of Rs.678 Lacs	Repayable in 180 monthly installments of Rs. 7.55 Lacs commencing from March, 2017
2. Vehicle Loan from HDFC Bank of Rs.5.52 Lacs	Repayable in 48 monthly installments of Rs.0.14 lacs commencing from May,2016
3. Vehicle Loan from HDFC Bank of Rs.5.52 Lacs	Repayable in 48 monthly installments of Rs.0.14 lacs commencing from May,2016
4. Vehicle Loan from HDFC Bank of Rs.8.82 Lacs	Repayable in 48 monthly installments of Rs.0.22 lacs commencing from March,2017
5. Vehicle Loan from Punjab National Bank of Rs.13 Lacs	Repayable in 84 monthly installments of Rs.0.21 lacs commencing from January,2015
6. Vehicle Loan from Kotak Mahindra Bank of Rs. 5.90 Lacs	Repayable in 48 monthly installments of Rs.0.16 lacs commencing from August,2015
7. Vehicle Loan from HDFC Bank of Rs. 30.45 Lacs	Repayable in 48 monthly installments of Rs.0.76 lacs commencing from July,2017
8. Vehicle Loan from HDFC Bank of Rs. 69.15 Lacs	Repayable in 60 monthly installments of Rs.1.39 lacs commencing from December,2017
9. Vehicle Loan from ICICI Bank of Rs. 7.00 Lacs	Repayable in 60 monthly installments of Rs.0.14 lacs commencing from July,2017
10. Vehicle Loan from ICICI Bank of Rs. 17.00 Lacs	Repayable in 60 monthly installments of Rs.0.35 lacs commencing from January,2018
11. Vehicle Loan from HDFC Bank of Rs. 18.41 Lacs	Repayable in 60 monthly installments of Rs.0.38 lacs commencing from July, 2018
12. Vehicle Loan from Axis Bank of Rs. 42.29 Lacs	Repayable in 60 monthly installments of Rs.0.67 lacs commencing from July,2018

Above Property Loan from Aditya Birla Finance Ltd has been taken for purchase of Commercial Property Situated at Sub Plot no. 3, situated at Survey/Block No. 402/1, Final Plot No. 63 Palki of T.P. No. 10 of Mouje Rakhlyal, Near Chakudiya Mahadev, Rakhial, Ahmedabad-380023 And Vehicle loans have been taken for purchase of Vehicles for business purpose of the company.

NOTE 5: DEFERRED TAX LIABILITIES

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Deferred Tax Assets		
i. Unabsorbed Depreciation	0.00	0.00
ii. Others	1062369.00	0.00
	1062369.00	0.00
Deferred Tax Liability		
i. Depreciation	6392176.89	4079558.89
ii. Others	0.00	0.00
	6392176.89	4079558.89
TOTAL	5329807.89	4079558.89

NOTE 6: SHORT TERM BORROWINGS

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Secured		
Cash Credit (Cash Credit facility from Punjab National Bank, Shahibaug Branch against hypothecation of stock in trade and debtors on terms and conditions as per sanction letter)	195873715.29	90637767.05
Total	195873715.29	90637767.05

NOTE 7: TRADE PAYABLES

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Sundry Creditors for Goods	537443287.58	278654094.43
Sundry Creditors for Fixed Assets	21787231.18	16034849.80
Sundry Creditors for Expenses	21926412.77	20293290.46
TOTAL	581156931.53	314982234.69

NOTE 8: OTHER CURRENT LIABILITIES

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Current maturity on long term debt	14450511.00	13311624.00
Statutory Dues	6208822.00	579189.93
Other Current Liability	423000.00	55000.00
TOTAL	21082333.00	13945813.93

NOTE 9: SHORT TERM PROVISIONS

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Provision for Income Tax	33800000.00	22500000.00
Other Short Term Provisions	31215069.00	9307877.00
Total	65015069.00	31807877.00

NOTE 10: FIXED ASSETS

(Rs.)

Sr No.	ASSETS	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
		Balance as on 1-Apr-18	Addition During the Year	Deduction during the year	Balance as on 31-Mar-19	As on 1-Apr-18	Depri. Provided During	Deduction During Year	Balance As on 31-Mar-19	Bal. As on 31-Mar-19	Bal. As on 31-Mar-18
A	TANGIBLE ASSETS (Property, Plant and Equipment)										
1	Building	106710356	0	0	106710356	4815519	3344352	0	8159871	98550485	101894837
2	Computer and Data Processing Units	5388604.98	5860558.24	0	11249163	2679791	2402363	0	5082154	6167009	2708814
3	Electrical Installations	17924844	16689466	0	34614310	2103518	2393473	0	4496991	30117319	15821326
4	Furniture and Fittings	59130771	28557743	0	87688514	11290773	7101636	0	18392409	69296105	47839998
5	Office Equipment	17623168	12866148	0	30489316	5742483	4337054	0	10079537	20409780	11880686
6	Vehicles	19475252	7457481	0	26932733	2542988	2865746	0	5408734	21523999	169322
	Current Year Total	226252996	71431396	0	297684392	29175072	22444624	0	51619696	246064697	197077924
	Previous Year Total	95384059	130868937	0	226252996	16274442	12900630	0	29175072	197077924	79109617

NOTE 11: LONG TERM LOANS AND ADVANCES

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Unsecured and considered good Security Deposits	53285870.00	27649790.00
Total	53285870.00	27649790.00

NOTE 12: INVENTORIES

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
(As verified, valued & certified by management)		
Finished Goods	954665736.00	5033101327.00
Total	954665736.00	5033101327.00

NOTE 13: TRADE RECEIVABLE

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Unsecured and considered good		
Debts within six months	17858170.77	4512980.35
Other debts	0.00	0.00
Total	17858170.77	4512980.35

NOTE 14: CASH & BANK BALANCES

(Rs.)

Particulars	As at 31 st March, 2019		As at 31st March, 2018	
	Cash & Cash Equivalents			
- Cash on hand		14819017.00		18665481.00
- Balances with banks				
On Current Accounts	1922652.74		3347440.30	
On Deposit Accounts	1389435.00	3312087.74	1311049.00	4658489.30
TOTAL		18131104.74		23323970.30

NOTE 15: SHORT TERM LOANS & ADVANCES

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
	Unsecured and considered good	
<u>Loans and advances to</u>		
a. Related Parties	0.00	0.00
b. Others	25305565.00	2839275.60
Statutory Advances	11672574.00	6807144.00
TOTAL	36978139.00	9646419.60

NOTE 16: OTHER CURRENT ASSETS

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
	Prepaid Expenses	38461308.00
TOTAL	38461308.00	253258.00

NOTE 17: REVENUE FROM OPERATIONS:

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
	Sales	2504266391.89
Less: GST on Sales	(200380171.84)	(111815800.00)
TOTAL	2303886220.05	1413826403.96

NOTE 18: OTHER INCOME:

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
	Interest on Fixed Deposit	87096.00
Rent Income	3626552.00	2302622.00
Discount Income	0.00	184131.27
TOT Income	7317751.79	4175328.73
Display Income	1916009.68	1319879.52
Misc Income	143400.00	17376.00
Commission Income	0.00	163573.00
Scrap Income	0.00	242100.00
TOTAL	13090809.47	8501644.52

NOTE 19: PURCHASE

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Purchases	2194982246.41	1272025047.59
Total	2194982246.41	1272025047.59

NOTE 20: CHANGES IN INVENTORIES

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Opening Stock		
Stock in Trade	503301327.00	308472257.89
	503301327.00	308472257.89
Closing Stock		
Stock in Trade	954665736.00	503301327.00
	954665736.00	503301327.00
Changes in Inventories	-451364409.00	-194829069.11

NOTE 21: EMPLOYEE'S BENEFIT EXPENSES

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Salaries, Wages & Bonus	117366819.03	77267387.00
Contribution to Provident & Other Funds	3868237.67	2791343.00
Employees' Welfare Expenses	15822207.58	8536865.45
TOTAL	137057264.28	88595595.45

NOTE 22: FINANCIAL COSTS

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Interest	38326070.44	21625640.62
Bank Commission & Charges	2122958.79	1695545.30
TOTAL	40449029.23	23321185.92

NOTE 23: OTHER EXPENSES:

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Advertisement Expenses	17761114.85	11199779.00
Audit Fees	300000.00	200000.00
Commision Expenses	1202245.25	589827.97
Computer Expenses	663998.72	213680.00
Conveyance Expenses	4207114.00	2655298.18
Donation Expenses	84000.00	71000.00
Electrical Expenses	203233.00	1193216.00
	Cont...	Cont...

Electricity Expenses	37041307.00	19303798.00
Freight & Forwarding Charges	11562909.41	7575689.47
Insurance Expenses	1976773.41	1645966.00
Internet Expenses	1695241.50	660530.00
IPO Expense	6354873.05	0.00
Other Administrative & General Expenses	21068175.94	14847039.50
Other Direct Exp.	1851562.35	70370.00
Other Selling & Distribution Expenses	22738950.49	8963523.37
Postage and Courier Expenses	16349.00	52447.00
Printing & Stationery Expenses	1158767.01	632101.00
Professional & Legal Expenses	3141710.70	2296688.00
Rent, Rates & Taxes	110222078.00	52294973.00
Repairs & Maintenance Expenses	7234552.09	6850263.00
Sales Promotion Expenses	957830.74	3164109.83
Telephone Expenses	693372.68	799254.52
Travelling Expenses	1387715.00	2414995.18
Vehicle Repairing Expenses	484337.00	375151.00
Water Charges	910129.00	441785.00
TOTAL	254918340.19	138511485.02

NOTE 24: EXCEPTIONAL ITEMS

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Prior Period Items		
Gratuity Expense	2393089.00	0.00
TOTAL	2393089.00	0.00

NOTE 25: THE DETAILS OF PAYMENT TO AUDITORS:

(Rs.)

Particulars	As at 31 st March, 2019	As at 31st March, 2018
Audit Fees	180000.00	120000.00
Tax Audit	90000.00	60000.00
For Taxation Matters	30000.00	20000.00
For Others (Reports, Certificates, etc.)	0.00	0.00
TOTAL	300000.00	200000.00

NOTE 26: Related Party Transactions:

As per Accounting Standard 18, Related Party Disclosure is as under:

(a) List of Related Parties with whom transactions have taken place during the year and relationship:**Name of the Related Party****Relationship**

Dhirendra Gautam Chopra

Director

Kavita Dhirendra Chopra

Director

My Choice Giftcentre Private Limited

Common Director

(b) Transactions during the year with Related Parties:**(Rs.)**

Nature of Transaction	Associate	Director	Related Party
Remuneration Paid	0	0	0
Sale of Goods	0	0	0
Purchase of Goods	0	0	0
Rent Paid	0	12000000	0
Interest Paid	0	0	0
Loan Given	0	0	38000000
Loan Recovered	0	0	0
Loan Taken	0	3000000	0
Loan repaid	0	3000000	0
Deposit Given	0	12000000	0
Salary	0	9600000	0
(c) Outstandings			
Payables	0	3834592	0
Receivables	0	0	0
Loans	0	0	33440759

(d) Statement of Related Party Transaction:

Sr. No.	Nature of Transaction	Name of Related Party	Name of Relation	Amount (For the year ended 31 st March 2019)
1.	Directors Remuneration	Dhirendra G Chopra	Director	48,00,000
		Kavita D Chopra	Director	48,00,000
2.	Unsecured Loan Taken	Dhirendra G Chopra	Director	30,00,000
3.	Unsecured Loan Taken	Dhirendra G Chopra	Director	30,00,000
4.	Rent Expense	Dhirendra G Chopra	Director	60,00,000
		Kavita D Chopra	Director	60,00,000

Note 27: In the opinion of the management the balances of sundry debtors, loans and advances have approximately the same realizable value as shown in the accounts.

Note 28: The previous year's figures have been regrouped or rearranged to make them comparable with those of current year.

Signatures to Notes 1 to 28**For Chopra Shah & Associates**

Chartered Accountants
Firm Reg.: 130698W

Pramod Chopra

Partner
M. No.: 133853

Place : Ahmedabad
Date : 10.07.2019

For Osia Hyper Retail Limited

Dhirendra Chopra
(Managing Director)
DIN: 06473774

Kavita Chopra
(Director)
DIN: 06473785

Sandeep Tailor
Chief Financial Officer

Keerti Lachhwani
Company Secretary

Place : Ahmedabad
Date : 10.07.2019

Registered Office: Basement Store 1, 4d Square,
Opp. IIT Eng College, Nr. D-Mart Visat Gandhinagar
Highway, Motera, Ahmedabad 380005
Tel. (079) 22167030/40
Email: cs2013.ohrl@gmail.com
Website: www.osiahypermart.com
CIN: L52190GJ2013PLC077269



OSIA HYPER RETAIL LIMITED
[Formerly known as Mapple Exim Limited]

ATTENDANCE SLIP

Please complete this Attendance slip and hand it over at the entrance of the Meeting Hall. It helps us to make proper arrangements. Failures to bring this Attendance Slip create unnecessary inconvenience to you. Please write below

Reg. Folio No : _____

DP ID Client ID : _____

I hereby record my presence at the 6th Annual General Meeting of the Company held on Monday, 30th Day of September, 2019 at Basement Store 1, 4d Square, Opp. IIT Eng College, Nr. D-Mart Visat Gandhinagar Highway, Motera, Ahmedabad 380005 at 11.00 A.M.

Full Name of the Members/Proxy _____
(In Block Letters, to be filled in if the proxy attends instead of the Member)

Members/ Proxy Signature

Application to the members holding shares in electronic form.

NOTES:

1. Members/ Proxy holders are requested to bring their copy of the Notice with them at the Meeting.
2. Please carry with you this Attendance Slip and hand over the same duly completed, stamped signed at the space provided, at the entrance of the Meeting Hall.
3. Shareholders / Proxy holders should bring their copy of the Annual Report for the meeting.

Registered Office: Basement Store 1, 4d Square,
Opp. IIT Eng College, Nr. D-Mart Visat Gandhinagar
Highway, Motera, Ahmedabad 380005
Tel. (079) 22167030/40
Email: cs2013.ohrl@gmail.com
Website: www.osiahypermart.com
CIN: L52190GJ2013PLC077269



**PROXY FORM - MGT-11
6TH ANNUAL GENERAL MEETING ON 30TH SEPTEMBER, 2019**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s): _____
Registered address: _____
E-mail ID: _____
Folio No/Client ID*: _____
DP ID*: _____

I/We, being the member (s) of the Company holding shares, hereby appoint:

1. Name: _____ Address: _____	E-mail ID: _____ Signature: _____
----------------------------------	--------------------------------------

or failing him,

2. Name: _____ Address: _____	E-mail ID: _____ Signature: _____
----------------------------------	--------------------------------------

or failing him,

3. Name: _____ Address: _____	E-mail ID: _____ Signature: _____
----------------------------------	--------------------------------------

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 6th Annual General Meeting of the company, to be held on Monday, 30th Day of September, 2019 at 11.00 A.M. at Basement Store 1, 4d Square, Opp. IIT Eng College, Nr. D-Mart Visat Gandhinagar, Highway, Motera, Ahmedabad 380005 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution(s)
ORDINARY BUSINESS	
1	Receive, Consider and adopt the Audited Financial Statement of the company for the Financial Year ended 31 st March, 2019, Director’s Report and Auditor’s Report Thereon.
2	Appoint a Director in place of Mr. Pranay Harakchand Jain (DIN – 07891715), who retires by rotation and being eligible, offer himself for re-appointment.
3	Appointment of M/s. Deora Maheshwari & Co, Chartered Accountants, Ahmedabad (FRN 123009W) as the statutory auditor of the company and to fix their remuneration

Signed this..... day of..... 2019

Signature of Shareholder _____



Signature of Proxy holder _____

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- Please complete all details including details of member(s) in above box before submission.