

CIN: L52190GJ2013PLC077269

Date: 13-06-2022

NSE/23/2022-23

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

Dear Sir/Madam,

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

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

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

Kindly take this information on your record.

Thanking You,

Yours faithfully,

FOR, OSIA HYPER RETAIL LIMITED

YUSUF RUPAWALA COMPANY SECRETARY





CIN: L52190GJ2013PLC077269

SUMMARY OF THE PROCEEDINGS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY THE SHAREHOLDERS OF OSIA HYPER RETAIL LIMITED ON JUNE 13, 2022

The Board of Directors, at the Board Meeting held on May 13, 2022, decided to obtain consent of the members through Postal Ballot under Section 110 and 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following matter:

Item No.1: Ordinary Resolution for considering and approving the issuance of Bonus Shares.

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

The Postal Ballot notice dated May 13, 2022 was sent to Members of Company whose names appeared in the Register of Members/Record of Depositories as on Friday, May 6, 2022 (Cut-Off Date) through email on May 13, 2022 to those members who have registered their email IDs with the Company / Depository along with the details of Login Id and Password to the members/shareholders who have registered their email ids with depositories or with the Company.

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

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

The voting period was commenced on Sunday, May 15, 2022 (09:00 A.M.) and was ended on Monday, June 13, 2022 (05:00 P.M.) (Both days inclusive).

The Members were requested to cast their votes electronically up to 05:00 P.M. on Monday, June 13, 2022. E-voting module was disabled for voting by NSDL.





CIN: L52190GJ2013PLC077269

The Board of Directors at their meeting held on May 13, 2022 appointed Mr. Abhishek Prakashchand Chhajed, partner of SCS AND Co. LLP (LLPIN: AAV-1091) Company Secretary in Practice (Firm Unique Code: L2020GJ008700), as Scrutinizer to scrutinize the votes casted by Members and for conducting Postal Ballot in a fair and transparent manner.

The scrutinizer carried out the scrutiny of votes casted electronically up to 05:00 P.M. on Monday, June 13, 2022 and he submitted his report dated June 13, 2022 post 05:00 P.M.

Mr. Dhirendra Chopra, Managing Director, in present of Executive Director, declared the result of the Postal Ballot, which is annexed herewith.

Since in respect of the Special Business as provided in the Notice of Postal Ballot dated May 13, 2022; all the conditions given under Section 114(2) of the Companies Act, 2013 are fulfilled in respect of Special Business No. 1 which is approved by the Shareholders through remote e-voting as Ordinary Resolution.

FOR, OSIA HYPER RETAIL LIMITED

DHIRENDRA GAUTAMKUMAR CHOPRA Managing Director DIN: 06473774



CIN: L52190GJ2013PLC077269

Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated May 13, 2022 by the Osia Hyper Retail Limited (in SEBI Format)

					Resolution for considering and approving the Bonus Shares					
	omoter/ promoter he agenda/resolutio	0 1	No	No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5) /(2)]*1 00		
Promoter	E-Voting		3750000	100.00	3750000	0	100.00	0.00		
and	Poll	3750000	0	0.00	0	0	0.00	0.00		
Promoter	Postal Ballot		0	0.00	0	0	0.00	0.00		
Group	Total	3750000	3750000	100.00	3750000	0	100.00	0.00		
	E-Voting	0	0	0.00	0	0	0.00	0.00		
Public-	Poll		0	0.00	0	0	0.00	0.00		
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total	0	0	0.00	0	0	0.00	0.00		
	E-Voting		203300	7.5429	203300	0	100.00	0.00		
Public- Non	Poll	2695244	0	0.00	0	0	0.00	0.00		
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total	2695244	203300	7.5429	203300	0	100.00	0.00		
Total	Total 6445244 3953300 61.336 3953300 0							0.00		
-	Whether resolution is Pass or No Disclosure of Notes on resolution				and the		Yes			

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

FOR, OSIA HYPER RETAIL LIMITED

DHIRENDRA GAUTAMKUMAR CHOPRA Managing Director DIN: 06473774



CIN: L52190GJ2013PLC077269

Date: 13-06-2022

NSE/24/2022-23

To,

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

Dear Sir/Madam,

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

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

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

As per the Report submitted by the Scrutinizer, all the Special Business mentioned in the Postal Ballot Notice dated May 13, 2022 are approved by the Members of the Company as Ordinary Resolution.

Kindly take this information on your record.

Thanking You,

Yours faithfully,

FOR, OSIA HYPER RETAIL LIMITED

YUSUF RUPAWALA COMPANY SECRETARY





CIN: L52190GJ2013PLC077269

VOTING RESULTS POSTAL BALLOT NOTICE DATED MAY 13, 2022 OF OSIA HYPER RETAIL LIMITED

General informat	tion about company		
NSE SYMDOI	OSIAHYPER		
SE Scrip code	-		
ISEI Symbol			
SIN	-		
ame of the company	INE06IR01013		
ype of meeting	OSIA HYPER RETAIL LIMITED		
	Postal Ballot		
ate of the meeting / Last date of receipt of Postal allot forms (in case of Postal Ballot)	June 13, 2022		
art time of the meeting	NA		
nd time of the meeting	NA		

N. Seru	tinizer Details
Name of the Scrutinizer Firms Name	Mr. Abhishek Prakashchand Chhajed
Qualification	M/s. SCS AND CO. LLP Practising CS
Membership Number Date of Board Meeting in which appointed	F11334
Date of Issuance of Report to the company	May 13, 2022
part to the company	June 13, 2022

Record date (Cut Off date) Voting re	esults
Total number of characteria	06.05.2022
Total number of shareholders on record date	344
No. of shareholders present in the meeting either in perso a) Promoters and Promoter group	on or through proxy
a) Promoters and Promoter group b) Public	NA
	NA
No. of shareholders attended the meeting through video of a) Promoters and Promoter areas	conference
a) Promoters and Promoter group b) Public	NA
	NA
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	



CIN: L52190GJ2013PLC077269

Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated May 13, 2022 by the Osia Hyper Retail Limited (in SEBI Format)

	N NO. 1 - Ordinary equisite majority.	Resolution	Ordinary issuance of			sidering	and appro	ving the
	omoter/ promoter he agenda/resolutio		No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares (3)=[(2) /(1)] * 100	No. of Votes – in favour (4)	No. of Votes – agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5) /(2)]*1 00
Promoter	E-Voting	3750000	3750000	100.00	3750000	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal Ballot		0	0.00	0	0	0.00	0.00
Group	Total	3750000	3750000	100.00	3750000	0	100.00	0.00
	E-Voting		0	0.00	0	0	0.00	0.00
Public-	Poll	0	0	0.00	0	0	0.00	0.00
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
	E-Voting		203300	7.5429	203300	0	100.00	0.00
Public- Non	Poll	2695244	0	0.00	0	0	0.00	0.00
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	2695244	203300	7.5429	203300	0	100.00	0.00
Total		6445244	3953300	61.3367	3953300	0	100.00	0.00
and the second	Wheth	ner resolution	is Pass or N	lot			Ye	S
	Disclo	sure of Notes	s on resolutio	on				

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

FOR, OSIA HYPER RETAIL LIMITED

DHIRENDRA GAUTAMKUMAR CHOPRA **Managing Director** DIN: 06473774

Company Secretaries

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

To,

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

Dear Sir,

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

I, Abhishek Chhajed, Partner of M/s. SCS AND Co. LLP, Practicing Company Secretary, have been appointed as a Scrutinizer of Osia Hyper Retail Limited ("the Company"), pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the votes casted by the Members of the Company through Remote E-Voting Platform ("remote e-voting platform") of National Securities Depository Limited ("NSDL" or "E-voting Agency") in respect of Special Business proposed through Postal Ballot Notice dated May 13, 2022 ("Postal Ballot") and carrying out the said Postal Ballot process in a fair and transparent manner.

RESPONSIBILITY OF THE MANAGEMENT OF THE COMPANY:

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

RESPONSIBILITY OF SCRUTINIZER:

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

IT MAY BE NOTED THAT;

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

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

Item No.1: Ordinary Resolution for considering and approving the issuance of Bonus Shares

SCS and Co. LLP, a Limited Liability Partnership with LLP Identity No. AAV-1091 Regd. Office:- 415, Pushpam Complex, Nr. Bank Of Baroda, Opp. Seema Hall, Satellite, Ahmedabad-380015 T: 079-40051702, Email:-scsandcollp@gmail.com

> ABHISHEK PRAKASHCHAND CHHAJED

Digitally signed by ABHISHEK PRAKASHCHAND CHHAJED Date: 2022.06.13 18:36:20 +05'30'

SCS and Co. LLP Company Secretaries

I Hereby Report As Under;

- On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, May 06, 2022, the Company completed dispatch of the Notice of the Postal Ballot;
- Through E-Mail on May 13, 2022 to the members whose E-Mail Id's are registered with company/depository participant.
- Those shareholders who had not registered their e-mail address were requested to get their e-mail addresses submitted, by following the procedure (a) In case shares held in physical mode, by providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) through email to contact@osiamart.com; (b) In case shares held in demat mode, by providing DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) through email to cs2013.ohrl@gmail.com; and (c) Alternatively by sending an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by providing the above mentioned documents as the case may be.
- The Company had also placed the Notice of Postal Ballot on its web site www.osiahypermart.com as well as web site of E-voting Agency viz www.evoting.nsdl.com and website of National Stock Exchange of India Limited.
- The Company had published the newspaper advertisement for date and time of commencement and end of remote e-voting and Postal Ballot in;
 A. Financial Express (Vernacular Language Gujarati) on Saturday, May 14, 2022 & B. Financial Express (English Language) on Saturday, May 14, 2022.
- 4. The Shareholders holding Shares as on the "Cut off' date, i.e. Friday, May 06, 2022 were entitled to vote through remote e-voting platform on the businesses mentioned in the Notice of Postal Ballot of the Company.
- 5. In terms of the aforesaid Notice, remote e-voting was opened for thirty days which was commenced on Sunday, May 15, 2022 (09:00 A.M.) and was ended on Monday, June 13, 2022 (05:00 P.M.) (Both days inclusive) and members of the Company, holding Equity Shares of the Company as on Friday, May 06, 2022, were required to cast their votes electronically, conveying their assent or Dissent in respect of the special businesses mentioned in the Notice of Postal Ballot through remote e-voting platform provided by NSDL.
- 6. After the Completion of Voting Period as mentioned above, I have scrutinized and reviewed the remote evoting and votes tendered therein based on the data downloaded from the website of NSDL Remote E-voting Platform.
- 7. The summary of votes casted through remote e-voting platform in respect of special businesses proposed in the notice of postal ballot is annexed herewith.

Result of the Postal ballot:

In respect of Special Business No. 1 as proposed in the Notice of Postal Ballot dated May 13, 2022; all conditions given under Section 114 (2) of the Companies Act, 2013 are fulfilled in respect of Special Business No. 1 which are approved by the shareholders through remote e-voting as Special Resolutions.

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

ABHISHEK	Dig
PRAKASHCHAND	PRA
CHHAJED	+05

Company Secretaries

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

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

ABHISHEK Digitally signed by AlliHISHE PRAKASHCHAND Date: 2022.06.13 18.37.20 CHHAJED +05.30

CS ABHISHEK CHHAJED Partner Mem. No.: F11334 UDIN: F011334D000488888

Date: 13.06.2022 Place: Ahmedabad



Company Secretaries

DECLARATION

We, the undersigned witnessed that the remote e-voting result/list was unblocked and downloaded from the NSDL website (https://www.evoting.nsdl.coml) in our presence on Monday, June 13, 2022 around at 05:11 p.m.

Shorof

Witness I: Mr. Bharat Soni

Abhitchp

Witness 2: Mr. Abhishek Pandya

Countered By For Osia Hyper Retail Limited

Dhirendra Gautamkumar Chopra Chairman & Managing Director DIN: 06473774

Company Secretaries

	N NO. 1 - Ordinar ssed with requisite		Ordinary issuance of	Resolution Bonus S	on for con hares	nsidering	and appro	ving the
	moter/ promoter he agenda/resolutio		No					5. IV
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter	E-Voting	3750000	3750000	100.00	3750000	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal Ballot		0	0.00	0	0	0.00	0.00
Group	Total	3750000	3750000	100.00	3750000	0	100.00	0.00
	E-Voting	0	0	0.00	0	0	0.00	0.00
Public-	Poll		0	0.00	0	0	0.00	0.00
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00
in a start of the	Total	0	0	0.00	0	0	0.00	0.00
	E-Voting		203300	7.5429	203300	0	100.00	0.00
Public- Non	Poll	2695244	0	0.00	0	0	0.00	0.00
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00
and the second of	Total	2695244	203300	7.5429	203300	0	100.00	0.00
Total		6445244	3953300	61.336 7	3953300	0	100.00	0.00
	and the second se	ner resolution sure of Note					Ye	s

Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated May 13, 2022 by the Osia Hyper Retail Limited (in SEBI Format)

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

ABHISHEK PRAKASHCHAN D CHHAJED D CHHAJED Digitally signed by ABHISHEK PRAKASHCHAND CHHAJED Date: 2022.06.13.18:38:44 +05'30'

Company Secretaries

Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated May 13, 2022 by the Osia Hyper Retail Limited (in Companies Act, 2013 Format)

Resolution 1:

Ordinary Resolution for considering and approving the issuance of Bonus Shares

(i) Voted in favour of the resolution:

Voting Description	Number of Members Voted	Number of Shares for which votes casted	% of total number of valid votes casted
Remote E-Voting	16	3953300.00	100.00
Total	16	3953300.00	100.00

(ii)Voted against the resolution:

Voting Description	Number of Members Voted	Number of Shares for which votes casted	% of total number of valid votes casted
Remote E-Voting	0	0	0.00
Total	0	0	0.00
	0	0	0.00

(iii) Invalid/Abstained Votes:

Voting Description	Number of Members Voted	Number of Shares for which votes casted
Remote E-Voting	0	0
Total	0	0
The second s	and the second	0

FOR, SCS ANDCO. LLP Practising Company Secretaries Firm Registration Number: - L2020GJ008700 ABHISHEK PRAKASHCHAN D CHHAJED

CS ABHISHEK CHHAJED Partner Mem. No.: F11334 UDIN: F011334D000488888 Date: 13.06.2022 Place: Ahmedabad