

OSEASPRE CONSULTANTS LIMITED

CIN: L74140MH1982PLC027652

Date: 08th October 2026

To,
BSE Limited,
P. J. Towers,
Dalal Street,
Mumbai – 400 001.

Unit: Oseaspre Consultants Ltd (Scrip code: 509782)

Dear Sir / Madam,

Subject: Notice of 01st Extra-Ordinary General Meeting for the Financial Year 2026–2027.

Reference: Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the soft copy of the Notice convening the 01st Extra-Ordinary General Meeting of the members of the Company for the Financial Year 2026–2027, scheduled to be held on Friday, 30th October 2026 at 11:00 A.M. at the following venue:

Rajora Banquets, Ground Floor,
Mind Space, 1406/15, Chincholi Bunder Road,
Opp. Sheetal Banquets, Next to Knox Plaza,
Ram Nagar, Malad West, Mumbai, Maharashtra – 400064.

The aforesaid Notice has also been uploaded on the website of the Company at www.oseaspre.com.

You are requested to kindly take the same on record.

Thanking you,
Yours faithfully,
For Oseaspre Consultants Limited

**Sourabh
Kothari**

Digitally signed by Sourabh Kothari
DN: cn=Sourabh Kothari, o=OSEASPRE CONSULTANTS LIMITED, email=sourabh.kothari@oseaspre.com, c=IN
[Signature]

Sourabh Kothari
Membership Number: ACS- 48994
Company Secretary & Compliance Officer

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 1ST EXTRA-ORDINARY GENERAL MEETING (“EGM”) OF THE MEMBERS OF OSEASPRE CONSULTANTS LIMITED FOR THE FINANCIAL YEAR 2026–2027 WILL BE HELD ON FRIDAY, 30TH OCTOBER 2026 AT 11:00 A.M. AT RAJORA BANQUETS, GROUND FLOOR, MIND SPACE, 1406/15, CHINCHOLI BUNDER ROAD, OPP. SHEETAL BANQUETS, NEXT TO KNOX PLAZA, RAM NAGAR, MALAD WEST, MUMBAI, MAHARASHTRA – 400064, TO TRANSACT THE FOLLOWING BUSINESS:

ITEM NUMBER 1: INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MOA AND AOA.

TO CONSIDER AND, IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be required from the appropriate authorities, the consent of the Members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from Rs. 20,00,000/- (Rupees Twenty Lakhs only) divided into 2,00,000 (Two Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 70,00,000/- (Rupees Seventy Lakhs only) divided into 7,00,000 (Seven Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each, ranking pari passu in all respects with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT pursuant to Section 13 and other applicable provisions of the Act, Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted with the following clause:

“V. The Authorised Share Capital of the Company is Rs. 70,00,000/- (Rupees Seventy Lakhs only) divided into 7,00,000 (Seven Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each.”

RESOLVED FURTHER THAT the Articles of Association of the Company be altered, wherever necessary, to reflect the increase in Authorised Share Capital.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof or any person(s) authorised by the Board) be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper, expedient or incidental for giving effect to this resolution, including filing of necessary forms, returns and documents with the Registrar of Companies and/or any other statutory or regulatory authority, and to execute and deliver all such documents, deeds, instruments and writings as may be required in this regard.”

ITEM NUMBER 2: TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS TO THE NON-PROMOTERS FOR CONSIDERATION IN CASH.

TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATIONS, THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with the rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force; the enabling provisions of the Memorandum and Articles of Association of the Company; the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”); the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”); the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”); and other applicable rules, regulations, circulars, notifications, guidelines and clarifications issued from time to time by the Government of India, the

Ministry of Corporate Affairs, the Securities and Exchange Board of India (“SEBI”), the Registrar of Companies, the stock exchange on which the equity shares of the Company are listed (“Stock Exchange”), and/or any other competent statutory or regulatory authority (collectively, the “Applicable Regulatory Authorities”), to the extent applicable, and subject to such approvals, consents, permissions and sanctions as may be required from the Applicable Regulatory Authorities, and subject to such terms, conditions and modifications as may be prescribed or imposed by them while granting such approvals, consents, permissions and sanctions, which may be accepted by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any committee thereof or any person(s) authorised by the Board), the consent of the Members of the Company be and is hereby accorded to the Board to create, offer, issue and allot, in one or more tranches, up to 5,00,000 (Five Lakhs) fully paid-up Equity Shares of the face value of Rs. 10/- (Rupees Ten only) each, at an issue price of Rs. 48/- (Rupees Forty-Eight only) per Equity Share, aggregating up to Rs. 2,40,00,000/- (Rupees Two Crores Forty Lakhs only), on a preferential basis for consideration in cash, to the persons proposed to be allotted the Equity Shares as set out below (“Proposed Allottees”), in accordance with Chapter V of the SEBI ICDR Regulations and other applicable provisions of the Act and the rules made thereunder, subject to the approval of the Members and the Stock Exchange and such other approvals as may be required.

Details of Proposed Equity Allottees.

Sr. No	Name of the Equity Proposed Allottees	Pre-Pref Holding	Maximum No of Equity Shares to be allotted	Current Status / Category	Proposed Status / Category
1.	Nimesh Sahadeo Singh	0	3,25,000	Non-Promoter	Promoter*
2.	Jaya Prem Rajdev	0	31,000	Non-Promoter	Non-Promoter
3.	Pramesh Wealth Private Limited	0	30,000	Non-Promoter	Non-Promoter
4.	Modi Jaymin Piyushbhai	0	30,000	Non-Promoter	Non-Promoter
5.	Vanita Pravin Patel	0	28,000	Non-Promoter	Non-Promoter
6.	Mittal Nilesh Sangani	0	28,000	Non-Promoter	Non-Promoter
7.	Neha Manish Shanghvi	0	28,000	Non-Promoter	Non-Promoter

**Mr. Nimesh Sahadeo Singh, the proposed allottee, shall be required to make a Public Announcement in accordance with Regulations 3(1) and 4 read with Regulations 13, 14 and 15(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time, thereby triggering the open offer process. Upon completion of the open offer process and subject to applicable laws and regulatory approvals, the Acquirers shall be classified as the Promoters of the Company.*

“RESOLVED FURTHER THAT the Equity Shares to be issued and allotted to the proposed Equity allottees shall be fully paid up and shall rank pari passu with the existing equity shares of the Company in all respects from the date of allotment in all respects including the payment of dividend and voting rights or any other corporate action/benefits, if any, for which the book closure or the record date falls in between, and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and the requirements of all applicable laws.”

RESOLVED FURTHER THAT the Relevant Date, for the purpose of determination of the issue price of the Equity Shares proposed to be issued pursuant to the Preferential Issue, in accordance with Chapter V of the SEBI ICDR Regulations, shall be Wednesday, 30th September 2026, being 30 days prior to the date of the Extra-Ordinary General Meeting of the Company.

“RESOLVED FURTHER THAT the offer, issue, and allotment of the aforesaid Equity Shares to the proposed Equity allottees shall be subject to applicable laws, regulations, and guidelines and the following terms and conditions:

- a) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on the Stock Exchange, subject to the receipt of necessary regulatory permissions and approvals, as applicable.
- b) The Equity Shares so allotted shall be subject to a lock-in period as specified under Chapter V of the SEBI (ICDR) Regulations.
- c) The Equity Shares shall be allotted in dematerialized form within 15 (fifteen) days from the date of passing of the Special Resolution by the Members, provided that where the allotment is subject to receipt of any approval or permission from any regulatory authority or the Government of India, the allotment shall be completed within 15 (fifteen) days from the date of receipt of the last such approval or permission.
- d) The number of Equity Shares to be offered, issued and allotted shall not exceed the number approved by the Members as specified hereinabove.
- e) Without prejudice to the generality of the foregoing, the issue of the Equity Shares shall be subject to the terms and conditions as set out in the Explanatory Statement under Section 102 of the Companies Act, 2013, which forms part of this Notice.
- f) The issue and allotment of Equity Shares shall be subject to all applicable laws and the provisions of the Memorandum and Articles of Association of the Company.
- g) The Equity Shares to be issued to the Proposed Equity Allottees shall be listed on the stock exchange where the existing equity shares are listed, subject to the receipt of necessary permissions and approvals from the stock exchange.
- h) The Proposed Equity Allottees shall be required to bring in 100% of the consideration into the designated bank account of the Company, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account.
- i) The issue Equity Shares shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.
- j) The Equity Shares so allotted to the Proposed Equity Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted thereunder.”

RESOLVED FURTHER THAT the Board be and is hereby authorised to make an offer to the Proposed Allottees by way of a private placement offer-cum-application letter in Form PAS-4, in accordance with the applicable provisions of the Act and the rules made thereunder, and to undertake all necessary actions in connection with the Preferential Issue, including making applications for in-principle approval from the Stock Exchange and obtaining such other approvals as may be required.

RESOLVED FURTHER THAT pursuant to the applicable provisions of the SEBI ICDR Regulations and other applicable laws, the Board be and is hereby authorised to determine, vary, modify, finalise and settle all terms and conditions of the Preferential Issue, to the extent permissible under applicable law and within the overall limits approved by the Members, and to issue the private placement offer-cum-application letter in Form PAS-4 to the Proposed Allottees and make necessary entries and records in Form PAS-5 and other statutory records, as applicable, without requiring any further approval of the Members.

RESOLVED FURTHER THAT the Members hereby take note of the certificate issued by the Practising Company Secretary certifying that the proposed Preferential Issue is being made in accordance with the requirements of the SEBI ICDR Regulations and other applicable provisions.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including issuing clarifications, resolving doubts, making modifications or changes to the terms and conditions of the Preferential Issue to the extent permissible under applicable law, entering into agreements and other documents, appointing intermediaries, advisors, consultants, bankers, legal counsel and other professionals, making applications for in-principle, listing and trading approvals, filing necessary forms, returns and documents with the ROC, SEBI, Stock Exchange, depositories and other Applicable Regulatory Authorities, and taking all such steps as may be necessary for completion of the Preferential Issue and utilisation of the proceeds thereof, without being required to seek any further approval of the Members.

Oseaspre Consultants Limited

CIN: L74140MH1982PLC027652

Notice Of Extra-Ordinary General Meeting

Registered Office: Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai – 400001

Tel.: 91 22 6662 0000 | Website: www.oseaspre.com | E-mail: oseaspre@gmail.com

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred upon it under this resolution to any Committee of the Board, Director(s), Company Secretary, officer(s) or authorised representative(s) of the Company, and to execute all such documents and instruments, represent the Company before any statutory or regulatory authority, and appoint such advisors, bankers, consultants, legal professionals and other intermediaries as may be necessary or desirable for giving effect to this resolution

For Oseaspre Consultants Limited

**Sourabh
Kothari**

Digitally signed by Sourabh Kothari
DN: c=IN, o=Personal,
pseudoym=Fscz4Bz1kmwC29g8lphn3e6a0b0c0g,
2.5.4.20=501a6579f9a233a0a0b0b0c0c7855999a429c2704,
2uc902d1ab3e9641562564, postalCode=401775,
st=Maharashtra,
serialNumber=1159ba12d842b0c3cd8897764162140aaf1,
b0b64a7007b466d0b7c9bae1, cn=Sourabh Kothari
Date: 2026.10.08 18:19:05 +05'30'

Sourabh Kothari

Membership Number: ACS- 48994

Company Secretary & Compliance Officer

Date: 18th September 2026

Place: Mumbai

NOTES:

1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF A MEMBER NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN (10) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE LODGED / DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING (PROXY FORM IS ATTACHED HERewith). PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/ AUTHORITY, AS APPLICABLE TO ATTEND AND VOTE ON THEIR BEHALF AT THE MEETING. THE PROXY HOLDER SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING.

2) The Register of Members and Share Transfer Books of the Company will be closed from Saturday, 24th October 2026 to Friday, 30th October 2026 (both days inclusive).

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) Members are requested to immediately notify any change of address:

(i) to their Depository Participants (DPs) in respect of their electronic share accounts, and

(ii) to the Company's Registrar & Share Transfer Agents (RTA) in respect of their physical share folios, if any, quoting their folio numbers, at their address given below:

KFin Technologies Limited
(Unit: Oseaspre Consultants Limited)
Selenium Building, Tower B, Plot No. 31-32,
Financial District, Nanakramguda,
Serilingampally, Hyderabad,
Rangareddy, Telangana - 500 032, India.
Toll Free No.: 1800 309 4001
Phone Number: (91) 40 7961 5565
E-mail: einward.ris@kfintech.com
Website: www.kfintech.com

5) Members holding shares in physical form may avail themselves the facility of nomination in terms of Section 72 of the Companies Act, 2013 by nominating in the prescribed form a person to whom their shares in the Company shall vest in the event of their death. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13(Nomination Form). Members are requested to submit the said details to their Depository Participants in case the shares are held by them in electronic form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number. If a member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be.

6) In accordance with Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, transfer of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in various corporate actions.

7) By virtue of MCA Circular Nos. 17/2011 and 18/2011 dated 21st April, 2011 and 29th April, 2011 respectively, read with Rule 11 of the Companies (Accounts) Rules, 2014, service of documents may be made to Members

Notice Of Extra-Ordinary General Meeting

through electronic mode. We therefore appeal to the Members to be a part of the said ‘Green Initiative’ and request the Members to register their name and e-mail id in getting the said documents in electronic mode by sending an email giving their Registered Folio Number and/ or DP Id/ Client ID at einward.ris@kfintech.com.

8) Members intending to require information about the Financial Accounts, to be explained at the Meeting are requested to inform the Company at least a week in advance of their intention to do so, so that the papers relating thereto may be made available.

9) Members/proxies should bring the attendance slip duly filled in for attending the Meeting.

10) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting during the AGM will be provided by NSDL.

11) THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Monday 26th October 2026 at 9.00 a.m. and will end on Thursday 29th October 2026 at 5.00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday 23rd October 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday 23rd October 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com . Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

1. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?

(i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

2. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

3. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

4. Now, you will have to click on “Login” button.

5. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csnuren@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Sagar S Gudhate at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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) by email to oseaspre@gmail.com.
2. In case shares are held in demat mode, please provide 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) to oseaspre@gmail.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

12) The Board of Directors has appointed CS Nuren Nirmal Lodaya Practicing Company Secretary, as a Scrutinizer to scrutinize the remote e-voting process and e-voting at the EOGM in a fair and transparent manner.

Notice Of Extra-Ordinary General Meeting

13) The procedure for e-voting during the EOGM is same as the instructions mentioned above for remote e-voting. The e-voting window shall be activated upon instructions of the Chairman of the EOGM during the EOGM.

14) The results declared along with the Scrutinizer's report will be forwarded to BSE Limited be displayed at the Registered Office of the Company and simultaneously uploaded on the Company's website viz. www.oseaspre.com and that of KFin viz. <https://evoting.kfintech.com>.

15) Voting shall be allowed at the end of discussion on the resolutions on which voting is to be held with the assistance of Scrutinizer, by use of ballot paper for all those members who are present at the EOGM but have not cast their votes by availing the remote e-voting facility.

16) The Scrutinizer shall, after the conclusion of voting at the EOGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses who are not in the employment of the Company and shall make within two working days from the conclusion of the EOGM, a consolidated Scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman or to a person authorised by the Chairman in writing, who shall countersign the same and declare the result of the voting forthwith.

17) The results declared along with the report of the Scrutiniser shall be placed on the website of the Company www.oseaspre.com and on the website of Kfintech e-Voting immediately after the declaration of result by the Chairman or by a person duly authorised. The results shall also be immediately forwarded to the BSE Limited, where the equity shares of the Company are listed.

18) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the EOGM i.e. Friday 30th October 2026.

19) A route map showing directions to reach the venue of the EOGM is given along with this Notice as per the requirement of Secretarial Standard – 2 on General Meeting.

For Oseaspre Consultants Limited

**Sourabh
Kothari**

Digitally signed by Sourabh Kothari
DN: c=IN, o=Personal,
ou=Source, email=Sourabh.Kothari@oseaspre.com,
2.5.4.20=361a5676a2b2b4b3b9f5c6c78504986429
621842e70501a5a3b9f152254,
serialCode=461775, st=Madhya Pradesh,
serialNumber=1153a1536430c4c4d4d9775416714f
d4ef39a064c4a7607b4460db7c9bae1, cn=Sourabh
Kothari
Date: 2026.10.08 18:19:44 +05'30'

Sourabh Kothari

Membership Number: ACS- 48994

Company Secretary & Compliance Officer

Date: 18th September 2026

Place: Mumbai

Oseaspre Consultants Limited

CIN: L74140MH1982PLC027652

Notice Of Extra-Ordinary General Meeting

Registered Office: Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai – 400001

Tel.: 91 22 6662 0000 | Website: www.oseaspre.com | E-mail: oseaspre@gmail.com

ATTENDANCE SLIP

TO BE COMPLETED AND HANDED OVER AT THE ENTRANCE OF THE MEETING

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the 01st Extra-Ordinary General Meeting of the Members of Oseaspre Consultants Limited for the Financial Year 2026–2027, to be held on Friday, 30th October 2026 at 11 A.M., at Rajora Banquets, Ground Floor, Mind Space, 1406/15, Chincholi Bunder Road, Opp. Sheetal Banquets, next to Knox Plaza, Ram Nagar, Malad West, Mumbai, Maharashtra – 400064.

Signature of the Shareholder or Proxy

Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

Notice Of Extra-Ordinary General Meeting

PROXY FORM

Name of the Member(S):			
Registered Address:			
Email -id:			
Folio No. Client ID:		DP ID:	

I/We, being the member (s) of _____ shares of the above-named Company, hereby appoint

1. Name: _____
Address: _____
Email-id: _____
Signature: _____ or failing him
2. Name: _____
Address: _____
Email-id: _____
Signature: _____ or failing him
3. Name: _____
Address: _____
Email-id: _____
Signature: _____ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 01st Extra-Ordinary General Meeting of the Members of Oseaspre Consultants Limited for the Financial Year 2026–2027, to be held on Friday, 30th October 2026 at 11 A.M., at Rajora Banquets, Ground Floor, Mind Space, 1406/15, Chincholi Bunder Road, Opp. Sheetal Banquets, next to Knox Plaza, Ram Nagar, Malad West, Mumbai, Maharashtra – 400064 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Item No.	Business	Optional	
		For	Against
1	Ordinary Business: Special Resolution Increase in authorised share capital and consequent alteration of MOA and AOA.		
2	Ordinary Business: Special Resolution To consider and approve issue of equity shares on preferential basis to the non-promoters for consideration in cash.		

Signed this..... day of.....2026

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Notice Of Extra-Ordinary General Meeting

Note:

(i) 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.

(ii) For the resolutions, explanatory statements and notes, please refer to the notice of Extra-Ordinary General Meeting.

(iii) It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate

(iv) Please complete all details including details of member(s) in the above box before submission.

ASSENT/ DISSENT FORM FOR VOTING ON EGM RESOLUTIONS

1.Name(s)& Registered Address of the sole / first named member

2.Name(s) of the Joint-Holder(s):(if any)

3.

i)Registered Folio No:

ii)DPID No & Client ID No. (Applicable to members holding shares dematerialized form)

4. Number of Shares(s) held

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the 01st Extra-Ordinary General Meeting of the Members of Oseaspre Consultants Limited for the Financial Year 2026–2027, to be held on Friday, 30th October 2026 at 11 A.M., at Rajora Banquets, Ground Floor, Mind Space, 1406/15, Chincholi Bunder Road, Opp. Sheetal Banquets, next to Knox Plaza, Ram Nagar, Malad West, Mumbai, Maharashtra – 400064 by conveying my/ our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the

Item No.	Business	Optional	
		For	Against
1	Ordinary Business: Special Resolution Increase in authorised share capital and consequent alteration of MOA and AOA.		
2	Ordinary Business: Special Resolution To consider and approve issue of equity shares on preferential basis to the non-promoters for consideration in cash.		

Signature of the Shareholder Authorized Representative

Place:

Date:

Notes:

- i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- ii) Last date for receipt of Assent/ Dissent Form is 5.00 pm on 29th October 2026.
- iii) Please read the instructions printed overleaf carefully before exercising your vote.

Notice Of Extra-Ordinary General Meeting

General Instructions:

1. Shareholders have option to vote either through e-voting i.e. Electronic means or to convey assent / dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting advice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be considered as invalid.

2. The notice of Extra-Ordinary General Meeting is e-mailed to the members whose names appear on the Register of Members as on 23rd October 2026 and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on 23rd October 2026.

3. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

Instructions for voting physically on Assent / Dissent Form:

1. A member desiring to exercise vote by Assent/Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on 29th October 2026. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.

2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Share holder and in his absence, by the next named Shareholder.

3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.

4. The consent must be accorded by recording the assent in the column “FOR” or dissent in the column “AGAINST” by placing a tick mark (✓) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.

5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.

6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.

7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No. 1 above.

8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.

9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

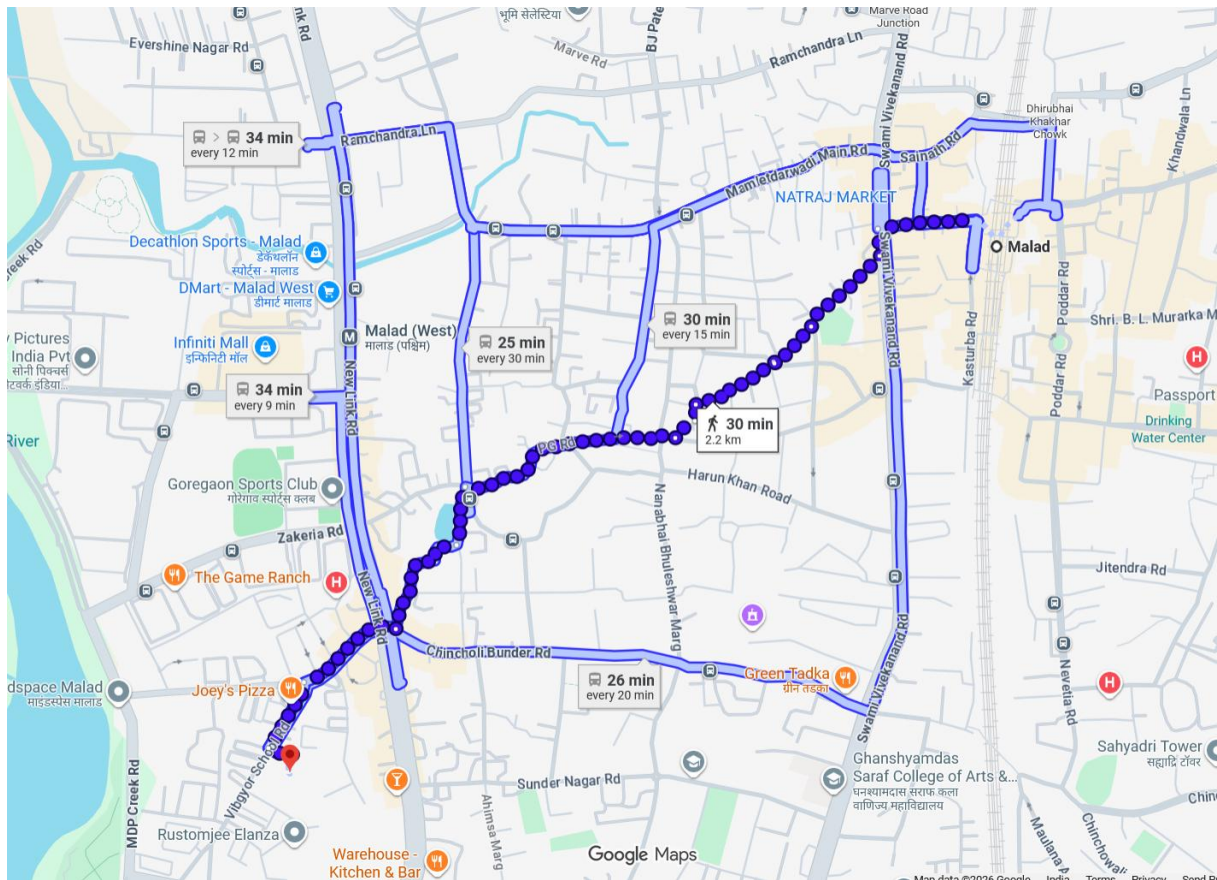
ROUTE MAP OF THE EGM VENUE

Oseaspre Consultants Limited
01st Extra-Ordinary General Meeting of the Members
for the Financial Year 2026–2027

Date: Friday, 30th October 2026

Time: 11 A.M.

Venue: Rajora Banquets, Ground Floor, Mind Space, 1406/15, Chincholi Bunder Road, Opp. Sheetal Banquets, Next To Knox Plaza, Ram Nagar, Malad West, Mumbai, Maharashtra – 400064



Landmark: Next To Knox Plaza

The distance from Malad Railway station is approximate 2.2 km.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

ITEM NUMBER 1:

The existing Authorised Share Capital of the Company is Rs. 20,00,000/- (Rupees Twenty Lakhs only) divided into 2,00,000 (Two Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each.

In view of the increased fund requirements and future business expansion plans of the Company, the Board of Directors, at its meeting held on 18th September 2026, approved, subject to the approval of shareholders, to increase the Authorised Share Capital of the Company from Rs. 20,00,000/- (Rupees Twenty Lakhs only) divided into 2,00,000 (Two Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 70,00,000/- (Rupees Seventy Lakhs only) divided into 7,00,000 (Seven Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each, ranking pari passu in all respects with the existing Equity Shares of the Company.

In accordance with the provisions of Sections 13, 14, 61, 64 of the Companies Act, 2013, such an increase in Authorised Share Capital requires approval of the members of the Company. Consequently, Clause V of the Memorandum of Association of the Company need to be altered to reflect the increased Authorised Share Capital.

The revised Memorandum of Association incorporating the above change will be available for inspection by the members.

The Board recommends the passing of the Special Resolution as set out in Item Number 1 of this Notice for the approval of the members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution mentioned in Item Number 1, except to the extent of their shareholding, if any.

ITEM NUMBER 2:

We wish to inform you that the Company has identified a need for infusion of additional funds to strengthen its capital base and to support the long-term growth and sustainability of its business. This strategic initiative is aimed at addressing both immediate and future funding requirements.

Hence, to ensure the smooth flow of the business the Board of Directors of the Company in their meeting held on 18th September 2026 in accordance with Sections 23, 42 and 62 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the SEBI ((ICDR)) Regulations and the SEBI (ICDR) Regulations as amended from time to time, issue and allotment of up to in one or more tranches, up to 5,00,000 (Five Lakhs) fully paid-up Equity Shares of the face value of Rs. 10/- (Rupees Ten only) each, at an issue price of Rs. 48/- (Rupees Forty-Eight only) per Equity Share, aggregating up to Rs. 2,40,00,000/- (Rupees Two Crores Forty Lakhs only), on a preferential basis for consideration in cash to persons forming part of the Non-Promoter Public Category, in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the provisions of the Companies Act, 2013 and rules made there under, subject to the approval of the shareholders and BSE Limited.

Hence, the Board of Directors of your Company recommends the resolution for approval of the shareholders in form of Special Resolution in the best interests of the Company.

Disclosure as required under rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“SEBI ((ICDR)) Regulations”) are as follows:

1. Objects of the Preferential Issue:

Amount in Rs.	
Purpose for which issue proceeds is proposed to be utilized	Total
To invest & grant loans in companies, body corporates for future expansion plans & activities, financing future growth opportunities & working capital requirements of the Company-Not less than	1,80,00,000
General Corporate purpose	60,00,000
Total	2,40,00,000

The Company proposes to utilise the Issue Proceeds within 12 (twelve) months from the date of receipt of funds, in accordance with the objects of the Issue as stated above.

The current proposed total issue size does not exceed ₹100 Crore thus the provision of Regulation 162A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 is not applicable.

Further, in terms of BSE Circular No. 20221213-47 dated December 13, 2022, the amounts allocated towards the aforementioned Objects may vary by $\pm 10\%$, depending upon future circumstances, as the Objects are based on management estimates and other commercial and technical factors. Accordingly, the actual utilisation may be influenced by various financial, market, sectoral, operational and strategic considerations, competition and other external factors, which may not be within the control of the Company. The Board of Directors shall have the authority to make suitable modifications to the proposed schedule of utilisation of the Issue Proceeds, subject to compliance with applicable laws and regulations.

2. The total/maximum number of securities to be issued / particulars of the offer / Kinds of securities offered and the price at which security is being offered number of securities to be issued and pricing:

The resolution set out in the accompanying Notice authorises the Board to create, offer, issue, and allot, from time to time, in one or more tranches, up to 5,00,000 (Five Lakhs) fully paid-up Equity Shares of the face value of Rs. 10/- (Rupees Ten only) each, at an issue price of Rs. 48/- (Rupees Forty-Eight only) per Equity Share, aggregating up to Rs. 2,40,00,000/- (Rupees Two Crores Forty Lakhs only), on a preferential basis for consideration in cash.

a) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on the Stock Exchange, subject to the receipt of necessary regulatory permissions and approvals, as applicable.

b) The Equity Shares so allotted shall be subject to a lock-in period as specified under Chapter V of the SEBI ICDR Regulations.

c) The Equity Shares shall be allotted in dematerialized form within 15 (fifteen) days from the date of passing of the Special Resolution by the Members, provided that where the allotment is subject to receipt of any approval or permission from any regulatory authority or the Government of India, the allotment shall be completed within 15 (fifteen) days from the date of receipt of the last such approval or permission.

d) The issue and allotment of Equity Shares shall be subject to all applicable laws and the provisions of the Memorandum and Articles of Association of the Company.

e) The Equity Shares to be issued to the Proposed Equity Allottees shall be listed on the stock exchange where the existing equity shares are listed, subject to the receipt of necessary permissions and approvals from the stock exchange.

f) The Proposed Equity Allottees shall be required to bring in 100% of the consideration into the designated bank account of the Company, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account.

g) The issue Equity Shares shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

Notice Of Extra-Ordinary General Meeting

h) The Equity Shares so allotted to the Proposed Equity Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted thereunder.

3. Issue Price, Relevant Date and the Basis or justification on which the price has been arrived at or offer/invitation is being made:

The Equity Shares of the Company are infrequently traded and are listed on the BSE Limited. The price has been determined in accordance with Regulation 165 & 166A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations").

The Relevant Date, as per the provisions of Chapter V of the SEBI ((ICDR)) Regulations for determination of the issue price of Equity Shares is Wednesday 30th September 2026, 30 days prior to the date of Passing of the Special Resolution in the EOGM.

The Articles of Association of the issuer does not provide for a method of determination which results in a floor price higher than that determined under (ICDR) Regulations, 2018.

Pricing for allotment on preferential basis for allottees:

As per the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Equity Shares will be issued at a price of Rs. 48/- (Rupees Forty-Eight only) per Equity Share which is not less than the price as determined by the registered valuer.

The valuation report of the Registered Valuer pursuant to Regulation 165 & 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 can also be accessed on the company website on the following link <https://www.oseaspre.com/investors.htm>

4. Name and Address of Valuer who performed Valuation:

The valuation was conducted by Bhavesh M. Rathod, Chartered Accountant and Registered Valuer – SFA.

Office Address:

Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali (East), Mumbai, Maharashtra – 400101

Registered Address:

12D, White Spring, A Wing, Rivali Park Complex, Western Express Highway, Borivali (East), Mumbai – 400066

Contact Details:

Email: bhavesh@cabr.in

Mobile: +91 9769 11 34 90

The above information is also available on the Company's website at the following link <https://www.oseaspre.com/investors.htm>

5. Amount which the Company intends to raise by way of issue of Equity Shares:

up to Rs. 2,40,00,000/- (Rupees Two Crores Forty Lakhs only).

6. Principal terms of Assets charged as securities:

Not Applicable

7. Intention/ Contribution of promoters / directors / key managerial personnel to subscribe to the offer:

None of the existing Directors or Key Managerial Personnel or Promoters intends to subscribe to the proposed issue.

8. The shareholding pattern of the Company before the proposed issue and after the proposed issue of Equity Shares as follows:

Sl. No.	Category	Pre-issue shareholding		Post- issue shareholding *	
		No. of Equity Shares	% Of Shareholding	No. of Equity Shares	% Of Shareholding
A	Promoters and Promoter Group Holding				
1	Indian				
	Individuals/Hindu undivided Family	1,47,043	73.52	1,47,043	21.01
2	Foreign				
	Sub Total (A)	1,47,043	73.52	1,47,043	21.01
B	Non-Promoter Holding				
1	Institutions	-	-	-	-
1a	Institutions (Domestic)	-	-	-	-
1b	Institutions (Foreign)	-	-	-	-
2	Non – Institutions	-	-	-	-
2a	Directors and their relatives (excluding independent directors and nominee directors)	8,051	4.03	8,051	1.15
2b	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	44,705	22.35	5,44,705	77.82
2c	Non Resident Indians (NRIs)	201	0.10	201	0.03
	Sub-Total (B)	52,957	26.48	5,52,957	78.99
C1	Shares underlying DRs	-	-	-	-
C2	Shares held by Employee Trust	-	-	-	-
C	Non-Promoter – Non- Public	-	-	-	-
	Grand Total (A+B+C)	2,00,000	100.00	7,00,000	100.00

*The Post-Issue Shareholding Percentage has been calculated based on the total diluted post-issue paid-up share capital, assuming full subscription of the securities.

Mr. Nimesh Sahadeo Singh, the proposed allottee, shall be required to make a Public Announcement in accordance with Regulations 3(1) and 4 read with Regulations 13, 14 and 15(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time, thereby triggering the open offer process. Upon completion of the open offer process and subject to applicable laws and regulatory approvals, the Acquirers shall be classified as the Promoters of the Company

9. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

The allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

10. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:

The proposed preferential issue shall result change in control of the Company.

Mr. Nimesh Sahadeo Singh, the proposed allottee, shall be required to make a Public Announcement in accordance with Regulations 3(1) and 4 read with Regulations 13, 14 and 15(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time, thereby triggering the open offer process. Upon

Notice Of Extra-Ordinary General Meeting

completion of the open offer process and subject to applicable laws and regulatory approvals, the Acquirers shall be classified as the Promoters of the Company.

11. No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the financial year 2026-2027, the Company has not made allotment on preferential basis to any person.

12. Valuation for consideration other than cash:

Not applicable.

13. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed:

Not applicable.

14. Lock-in:

The Equity Shares shall be subject to a lock-in for such period as specified under applicable provisions of the SEBI ((ICDR)) Regulations

15. Listing:

The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being issued. Such Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend.

16. Certificate:

As required in Regulation 163(2) of the SEBI ((ICDR)) Regulations, a certificate from a Practicing Company Secretary, certifying that the issue is being made in accordance with the requirements of the SEBI ((ICDR)) Regulations. The certificate of the practising company secretary can also be accessed on the company website on <https://www.oseaspre.com/investors.htm>

17. Undertakings:

The Company hereby undertakes that:

- i. It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required;
- ii. If the amount payable, if any, on account of the re-computation of price is not paid within the stipulated in SEBI (ICDR) regulations the above Equity shares shall be continued to be locked in till such amount is paid by the allottees;
- iii. All the equity shares held by the proposed allottees in the company are in dematerialized form only;

18. Disclosures specified in Schedule VI of the SEBI ((ICDR)) Regulations, if the issuer or any of its promoters or directors is a willful defaulter or a fraudulent borrower:

It is hereby confirmed that, neither the Company nor its promoters or directors is a willful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its directors or Promoter is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

19. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter or non-promoter:

Sr. No.	Name of the proposed allottee	Pre-issue Category	Name of the natural persons who are the ultimate beneficial owners	Pre-Issue Holding		No. of shares to be issued	Shareholding post allotment of Equity		Post-issue Category
				No. of Equity Shares	% of Holding		No. of Equity Shares	% of Holding	
1.	Nimesh Sahadeo Singh	Non-Promoter	N.A.	0	0	3,25,000	3,25,000	46.43	Promoter *
2.	Jaya Prem Rajdev	Non-Promoter	N.A.	0	0	31,000	31,000	4.43	Non-Promoter
3.	Pramesh Wealth Private Limited	Non-Promoter	Patel Ramchandra Ramanlal	0	0	30,000	30,000	4.29	Non-Promoter
4.	Modi Jaymin Piyushbhai	Non-Promoter	N.A.	0	0	30,000	30,000	4.29	Non-Promoter
5.	Vanita Pravin Patel	Non-Promoter	N.A.	0	0	28,000	28,000	4.00	Non-Promoter
6.	Mittal Nilesh Sangani	Non-Promoter	N.A.	0	0	28,000	28,000	4.00	Non-Promoter
7.	Neha Manish Shanghvi	Non-Promoter	N.A.	0	0	28,000	28,000	4.00	Non-Promoter

**Mr. Nimesh Sahadeo Singh, the proposed allottee, shall be required to make a Public Announcement in accordance with Regulations 3(1) and 4 read with Regulations 13, 14 and 15(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time, thereby triggering the open offer process. Upon completion of the open offer process and subject to applicable laws and regulatory approvals, the Acquirers shall be classified as the Promoters of the Company.*

20. SEBI Takeover Code:

In the present case, the proposed allotment of equity shares to the identified allottees is likely to attract the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations").

Accordingly, the proposed allottee namely Mr. Nimesh Sahadeo Singh shall, in terms of Regulation 3(1) and Regulation 4, read with other applicable provisions of the SEBI (SAST) Regulations, be required to make an open offer to the public shareholders of the Company.

Upon completion of the open offer, and subject to compliance with applicable laws and necessary approvals, the Acquirers shall be reclassified as the Promoters of the Company.

21. Holding of shares in demat form, non-disposal of shares by the Proposed Equity Allottees and lock-in period of shares:

Notice Of Extra-Ordinary General Meeting

The entire shareholding of the Proposed Equity Allottees in the Company, if any is held by them in dematerialized form. The Proposed Equity Allottees have not sold or transferred their equity shares during the 90 trading days prior to the Relevant Date and are eligible for allotment of equity shares on preferential basis. The Proposed Equity Allottees have Permanent Account Number. The lock-in kindly refers to above point.

22. Compliances:

The Company has complied with the requirement of Rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of SEBI LODR Regulations maintaining a minimum of 25% of the paid-up capital in the hands of the public.

23. Other disclosures/undertaking

- a) The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the Stock Exchanges and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.
- b) The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.
- c) The Company has obtained the Permanent Account Numbers (PAN) of the Proposed Equity Allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the Stock Exchange.
- d) The Company shall be making application seeking in-principle approval to the Stock Exchanges, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution.
- e) No person belonging to the promoters / promoter group has previously subscribed to any securities of the Company during the last one year.
- f) The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI ICDR Regulations.
- g) The Proposed Equity Allottees have further confirmed that the Proposed Equity Allottees shall be an entity eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

24. The class or classes of persons to whom the allotment is proposed to be made:

The Preferential Allotment is proposed to be made to non-promoters. Pursuant to the proposed investment and in accordance with Rule 14(1) of the PAS Rules, no offer or invitation of any securities is being made to a body corporate incorporated in, or a national of, a country which shares a land border with India.

25. Approval under the Companies Act:

Section 62(1) of the Companies Act, 2013, inter alia, provides that where a company proposes to increase its subscribed share capital by further issue of shares, such shares shall be offered to the existing equity shareholders of the Company in the manner specified under the said Section, unless otherwise decided by the shareholders by way of a special resolution in a general meeting.

Accordingly, pursuant to the applicable provisions of the Companies Act, 2013 and the rules made thereunder, read with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, approval of the Members of the Company is being sought by way of a Special Resolution for the issue and allotment of the proposed Equity Shares to the proposed allottees, as set out in the relevant item of the accompanying Notice. The proposed issue and allotment of Equity Shares shall be within the Authorised Share Capital of the Company.

The Board of Directors of the Company, after considering the relevant factors and being of the opinion that the proposed issue and allotment is in the best interests of the Company, recommends the Special Resolution set out as Item No. 2 of the accompanying Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company, or their respective relatives, is in any manner concerned or interested, financially or otherwise, in the proposed Special Resolution, except to the extent of their respective shareholding, if any, in the Company.