



Date: February 3, 2025

To,

The Manager Listing Department BSE Limited P.J. Towers, Dalal Street Mumbai – 400001 Scrip Code: 543283	The Manager Listing & Compliance Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra East, Mumbai – 400051 Scrip Symbol: BARBEQUE
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Dear Sirs,

Subject: Outcome of the Board Meeting held on February 3, 2025

Further to our intimation dated January 24, 2025 and pursuant to Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), we hereby inform you that the Board of Directors of Barbeque-Nation Hospitality Limited (the “Company”) at their Meeting held today i.e., **Monday, February 3, 2025**, which commenced at 12:00 PM (IST) and concluded at 1:15 PM (IST), *inter-alia*, considered and approved the following:

- 1) Un-audited Standalone and Consolidated Financial Results of the Company for the quarter and nine months’ ended December 31, 2024;
- 2) Acquisition of 51% of equity share capital of Willow Gourmet Private Limited (WGPL) and to execute the Share Subscription and Shareholders’ Agreement;
- 3) Further acquisition of 162 Equity Shares, representing 2.48% of paid-up share capital, of Red Apple Kitchen Consultancy Private Limited, a Subsidiary of the Company, from its existing Shareholder;
- 4) Re-appointment of Mr. Kayum Razak Dhanani (DIN: 00987597) as Managing Director of the Company for a period of 5 years with effect from March 4, 2025 to March 3, 2030 and seeking shareholders’ approval for the same.
- 5) Appointment of Mr. Vijayakrishna K T (FCS No: 1788; C.P. No:980), Practising Company Secretary, as the Secretarial Auditor of the Company for the financial year 2024-25;
- 6) Resignation of Mr. Devinjit Singh (DIN: 02275778) as Non-Executive Director of the Company with effect from the closing business hours of February 3, 2025.



Other Disclosures:

- The Copies of the Financial Results for the aforementioned period, along with the Limited Review Report thereon, duly signed by the Statutory Auditors of the Company and approved by the Board of Directors, are enclosed with this letter in compliance with the requirements of Regulation 33 of the SEBI LODR Regulations.
- The details as required under Section V-A of Chapter V of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (collectively “SEBI Circulars”) with respect to serial numbers 2, 4, 5 and 6, as aforementioned, will be submitted in separate disclosures. The disclosures related to serial number 3 will be disclosed in the quarterly filings i.e., Integrated Filing (Governance).

The aforementioned documents will also be placed on the Company's website at www.barbequenation.com.

This is for your information and record.

Thanking you.

Yours faithfully,

For Barbeque-Nation Hospitality Limited

Nagamani C Y
Company Secretary & Compliance Officer
M. No.: A27475

Encl.: As above

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
Barbeque-Nation Hospitality Limited**

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of Barbeque-Nation Hospitality Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the quarter ended December 31, 2024 and year to date from April 01, 2024 to December 31, 2024 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Master Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

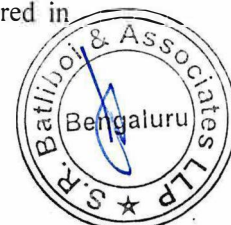
4. The Statement includes the results of the following entities:

Parent Company

Barbeque-Nation Hospitality Limited

Subsidiary Companies

- a. Barbeque Nation Mena Holding Limited
 - b. Barbeque Nation Restaurants LLC
 - c. Barbeque Nation (Malaysia) SDN. BHD.
 - d. Barbeque Nation International LLC
 - e. Barbeque Nation Bahrain W.L.L.
 - f. Barbeque Nation Lanka (Pvt) Ltd
 - g. Red Apple Kitchen Consultancy Private Limited and
 - h. Blue Planet Foods Private Limited
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraphs 6 and 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. The accompanying Statement includes the unaudited interim financial results, in respect of 7 subsidiaries, whose unaudited interim financial results include total revenues of Rs. 704.93 million and Rs. 1,971.65 million, total net profit after tax of Rs. 52.02 million and Rs. 95.24 million, total comprehensive income of Rs. 51.33 million and Rs. 95.66 million, for the quarter ended December 31, 2024 and nine months period ended on that date respectively, as considered in the Statement which have been reviewed by their respective independent auditors.

The independent auditor's reports on interim financial results of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.

7. Certain of the above subsidiaries are located outside India whose financial results have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's Management has converted the financial results of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's Management. Our conclusion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the Management of the Holding Company and reviewed by us.
8. The accompanying Statement includes unaudited interim financial results in respect of a subsidiary, whose interim financial results reflect total revenues of Rs. Nil and Rs. Nil, total net loss after tax of Rs. 0.11 million and Rs. 0.11 million, total comprehensive loss of Rs. 0.11 million and Rs. 0.11 million, for the quarter ended December 31, 2024 and the nine months period ended on that date respectively.

The unaudited interim financial results of this subsidiary have not been audited/reviewed by their auditor and have been approved and furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of this subsidiary, is based solely on such unaudited interim financial results. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

9. Our conclusion on the Statement in respect of matters stated in paragraphs 6, 7 and 8 above is not modified with respect to our reliance on the work done and the reports of other auditors and the financial results certified by the Management.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar

Partner

Membership No.: 104315

UDIN: 25104315BMLNOF5346



Place: Bengaluru

Date: February 03, 2025

Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2024

Sl. No.	Particulars	Quarter ended			Nine months ended		Year ended
		December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
	Revenue from operations	3,288.94	3,056.95	3,308.75	9,402.78	9,564.56	12,545.10
	Other income	55.20	42.77	16.44	124.71	99.15	175.66
	Total income	3,344.14	3,099.72	3,325.19	9,527.49	9,663.71	12,720.76
2	Expenses						
	(a) Cost of food and beverages consumed	1,044.56	976.41	1,063.36	2,996.99	3,256.91	4,184.42
	(b) Employee benefits expense	766.90	764.75	721.69	2,259.50	2,158.53	2,802.78
	(c) Occupancy cost and other expenses	862.28	859.95	860.66	2,566.29	2,574.73	3,436.21
	Total expenses	2,673.74	2,601.11	2,645.71	7,822.78	7,990.17	10,423.41
3	Earnings before finance costs, tax, depreciation and amortisation expense (EBITDA) (1 - 2)	670.40	498.61	679.48	1,704.71	1,673.54	2,297.35
4	Finance costs	194.78	188.73	189.98	569.60	572.46	758.56
5	Depreciation and amortisation expense	428.13	409.45	414.44	1,242.12	1,232.27	1,678.97
6	Profit/(Loss) before tax (3 - 4 - 5)	47.49	(99.57)	75.06	(107.01)	(131.19)	(140.18)
7	Tax expense/(credit):						
	(a) Current tax expense	2.99	1.12	(1.36)	10.53	15.53	32.84
	(b) Adjustment of tax relating to earlier years	-	(3.31)	-	(3.31)	-	-
	(c) Deferred tax	(6.08)	(26.06)	28.04	(50.05)	(35.34)	(61.27)
	Net tax expense/(credit)	(3.09)	(28.25)	26.68	(42.83)	(19.81)	(28.43)
8	Profit/(Loss) after tax (6 - 7)	50.58	(71.32)	48.38	(64.18)	(111.38)	(111.75)
9	Profit/(Loss) attributable to:						
	Owners of the Company	45.25	(72.20)	43.44	(75.55)	(123.34)	(134.09)
	Non-controlling interest	5.33	0.88	4.94	11.37	11.96	22.34
10	Other comprehensive income/(loss)						
	Items that will not be reclassified to Statement of profit and loss						
	(a) Remeasurements gains/(losses) on defined benefit plan	(0.23)	6.73	(0.34)	2.63	(3.43)	(15.84)
	Income tax effect on above	0.06	(1.70)	0.08	(0.67)	0.86	3.98
	Items that may be reclassified to Statement of profit or loss						
	(a) Exchange differences in translation of foreign operations	(6.84)	(9.73)	2.79	(17.13)	7.21	2.86
	Total comprehensive income/(loss) (8+10)	43.57	(76.02)	50.91	(79.35)	(106.74)	(120.75)
11	Total comprehensive income/(loss) attributable to:						
	Owners of the Company	38.24	(76.90)	45.97	(90.72)	(118.70)	(143.09)
	Non-controlling interest	5.33	0.88	4.94	11.37	11.96	22.34
12	Paid-up equity share capital (Face value of Rs. 5/- each)	195.38	195.37	195.24	195.38	195.24	195.36
13	Other equity						3,734.40
14	Earnings/(Loss) per equity share (Face value of Rs. 5/- each) (not annualised)						
	Basic (Rs.)	1.16	(1.85)	1.12	(1.93)	(3.16)	(3.44)
	Diluted (Rs.)	1.15	(1.85)	1.12	(1.93)	(3.16)	(3.44)

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Notes

- The above unaudited consolidated financial results of Barbeque-Nation Hospitality Limited (the "Holding Company") and its subsidiaries (together referred to as the "Group") have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on February 03, 2025. The statutory auditors of the Holding Company have carried out the limited review of the unaudited consolidated financial results for the quarter and nine months ended December 31, 2024.
- The unaudited consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
- The Group is solely engaged in the business of restaurant services. The economic characteristics, nature of service provided, production and distribution process of the Group are similar. Hence, the management has determined that the group operates as a single segment.

Geographical segment

The group predominantly operates in India. Refer details below of geographical operations:

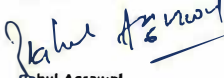
Revenue	(Rupees in Millions)					
	Quarter ended			Nine months ended		
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	Year ended March 31, 2024
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
India	3,036.41	2,839.20	3,074.23	8,693.69	8,902.10	11,645.67
Others (Overseas)	252.53	217.75	234.52	709.09	662.46	899.43

- During the quarter ended September 30, 2024, the Holding Company had acquired additional 270 equity shares constituting 4.14% paid-up share capital, having face value of Rs. 100/- each, of Red Apple Kitchen Consultancy Private Limited ("Red Apple"), a Subsidiary of the Holding Company, through secondary acquisition i.e., from the existing Shareholders of Red Apple for a total consideration of Rs. 100.18 million. Consequent to the said investment and allotment, the Holding Company holds 86.57% stake (earlier 82.43%) in Red Apple.
- During the quarter ended September 30, 2024, Barbeque Nation MENA Holding Limited ("Barbeque MENA"), a wholly owned subsidiary of the Holding Company domiciled in Dubai, United Arab Emirates, has issued and allotted 109,457 equity shares of AED 100 each to the Holding Company consequent to the conversion of loan, which was granted to Barbeque MENA by the Holding Company, into equity. The said conversion of loan into equity and allotment of shares was approved by the regulatory authority in Dubai i.e., Jebel Ali Free Zone Authority (JAFZA) on September 30, 2024. Consequent to the said conversion of loan into equity and allotment on September 30, 2024, the Holding Company holds 268,882 shares (earlier 159,425 shares) in Barbeque MENA. The Holding Company has submitted requisite documents with regulatory authorities.
- On August 21, 2024, Barbeque MENA, a wholly owned subsidiary of the Holding Company situated in Dubai, United Arab Emirates, incorporated its wholly owned subsidiary under the name Barbeque Nation Lanka (Pvt) Ltd ("Barbeque-Lanka") in Colombo, Sri Lanka. Consequent to the aforesaid incorporation, Barbeque-Lanka has become a step down subsidiary of the Holding Company. During the current quarter, Barbeque MENA has made further equity investment in Barbeque-Lanka in addition to subscription to the Memorandum of Association (MOA) of the said step down subsidiary and accordingly the shares were allotted.
- The Board of Directors of Red Apple Kitchen Consultancy Private Limited and Blue Planet Foods Private Limited, subsidiaries of the Holding Company, have approved the Scheme of Amalgamation between Red Apple Kitchen Consultancy Private Limited ("Transferee Company") and Blue Planet Foods Private Limited ("Transferor Company"). The aforesaid Scheme of Amalgamation shall be subject to the approval of National Company Law Tribunal (NCLT) - Bengaluru Bench, Shareholders and Creditors of subsidiary companies and other regulatory/ statutory authorities, as considered necessary. The share exchange ratio is 0.1215 i.e., the shareholders of the Transferor Company will receive 4 shares of the Transferee Company for every 33 shares held in the Transferor Company.
- The Board of Directors of the Holding Company at its meeting held on May 27, 2023 had approved the removal (strike-off) of Barbeque Nation Holdings Pvt. Ltd. ("Barbeque Mauritius"), a wholly owned subsidiary of the Holding Company, incorporated in Mauritius, from the Register of Companies, subject to approval of Regulatory Authorities in Mauritius. The application filed by Barbeque Mauritius has been approved by the Registrar of Companies in Mauritius ("RoC, Mauritius") and pursuant to the letter issued by RoC, Mauritius, Barbeque Mauritius has been removed (struck-off) from the Register under Section 308 of the Mauritius Companies Act, 2001 with effect from December 02, 2024.
- Key numbers of standalone financial results of the Holding Company are as under:

Particulars	(Rupees in Millions)					
	Quarter ended			Nine months ended		
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	Year ended March 31, 2024
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Total Income	2,679.06	2,498.33	2,761.77	7,679.59	8,184.24	10,657.52
Profit/ (Loss) before tax	1.69	(100.37)	12.64	(179.75)	(261.37)	(316.18)
Profit/ (Loss) after tax	0.03	(77.00)	7.66	(140.79)	(204.12)	(263.61)

- Previous periods figures have been regrouped/ reclassified, wherever necessary.

For and on behalf of the Board of Directors


Rahul Agrawal
 Chief Executive Officer & Whole-time Director
 DIN-07194134
 Place: Bengaluru
 Date: February 03, 2025



Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
Barbeque-Nation Hospitality Limited**

1. We have reviewed the accompanying Statement of unaudited standalone financial results of Barbeque-Nation Hospitality Limited (the "Company") for the quarter ended December 31, 2024 and year to date from April 01, 2024 to December 31, 2024 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership No.: 104315
UDIN: 25104315BMLNOE9983



Place: Bengaluru
Date: February 03, 2025

Barbeque-Nation Hospitality Limited
Regd Off: "Saket Callipolis", Unit No. 601 & 602, 6th Floor, Doddakannalli Village, Varthur Hobli, Sarjapur Road, Bengaluru-560035
CIN:L55101KA2006PLC073031
Tel: +9180 69134900; E-mail: compliance@barbequenation.com, Website: www.barbequenation.com

Statement of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2024

Sl. No.	Particulars	Quarter ended			Nine months ended		Year ended
		December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
	Revenue from operations	2,618.27	2,443.04	2,736.40	7,527.37	8,058.43	10,456.28
	Other income	60.79	55.29	25.37	152.22	125.81	201.24
	Total income	2,679.06	2,498.33	2,761.77	7,679.59	8,184.24	10,657.52
2	Expenses						
	(a) Cost of food and beverages consumed	872.30	817.13	913.97	2,514.43	2,869.51	3,644.19
	(b) Employee benefits expense	595.48	597.50	583.71	1,767.73	1,793.83	2,310.63
	(c) Occupancy cost and other expenses	697.11	691.91	742.61	2,086.08	2,248.15	2,960.85
	Total expenses	2,164.89	2,106.54	2,240.29	6,368.24	6,911.49	8,915.67
3	Earnings before finance costs, tax, depreciation and amortisation expense (EBITDA) (1 - 2)	514.17	391.79	521.48	1,311.35	1,272.75	1,741.85
4	Finance costs	167.85	163.86	167.99	494.20	507.72	667.85
5	Depreciation and amortisation expense	344.63	328.30	340.85	996.90	1,026.40	1,390.18
6	Profit/(Loss) before tax (3 - 4 - 5)	1.69	(100.37)	12.64	(179.75)	(261.37)	(316.18)
7	Tax expense/(credit):						
	(a) Current tax expense	-	-	-	-	-	-
	(b) Deferred tax	1.66	(23.37)	4.98	(38.96)	(57.25)	(52.57)
	Net tax expense/(credit)	1.66	(23.37)	4.98	(38.96)	(57.25)	(52.57)
8	Profit/(Loss) after tax (6 - 7)	0.03	(77.00)	7.66	(140.79)	(204.12)	(263.61)
9	Other comprehensive income/(loss)						
	Items that will not be reclassified to Statement of profit and loss						
	(a) Remeasurements gains/(losses) on defined benefit plan	0.69	5.08	(0.02)	2.07	(3.43)	(14.80)
	Income tax effect on above	(0.17)	(1.28)	-	(0.52)	0.86	3.72
	Total comprehensive income/(loss) (8 + 9)	0.55	(73.20)	7.64	(139.24)	(206.69)	(274.69)
10	Paid-up equity share capital (Face value of Rs. 5/- each)	195.38	195.37	195.24	195.38	195.24	195.36
11	Other equity						3,966.15
12	Earnings/(Loss) per equity share (Face value of Rs. 5/- each) (not annualised)						
	Basic (Rs.)	0.0008	(1.97)	0.20	(3.60)	(5.23)	(6.76)
	Diluted (Rs.)	0.0008	(1.97)	0.20	(3.60)	(5.23)	(6.76)

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Notes

- 1 The above unaudited standalone financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on February 03, 2025. The statutory auditors of the Company have carried out the limited review of the unaudited standalone financial results for the quarter and nine months ended December 31, 2024.
- 2 The unaudited standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
- 3 During the quarter ended September 30, 2024, the Company acquired additional 270 equity shares constituting 4.14% paid-up share capital, having face value of Rs. 100/- each, of Red Apple Kitchen Consultancy Private Limited ("Red Apple"), a subsidiary of the Company, through secondary acquisition i.e., from the existing shareholders of Red Apple for a total consideration of Rs. 100.18 million. Consequent to the said investment and allotment, the Company holds 86.57% stake (earlier 82.43%) in Red Apple.
- 4 During the quarter ended September 30, 2024, Barbeque Nation MENA Holding Limited ("Barbeque MENA"), a wholly owned subsidiary of the Company domiciled in Dubai, United Arab Emirates, has issued and allotted 109,457 equity shares of AED 100 each to the Company consequent to the conversion of loan, which was granted to Barbeque MENA by the Company, into equity. The said conversion of loan into equity and allotment of shares was approved by the regulatory authority in Dubai i.e., Jebel Ali Free Zone Authority (JAFZA) on September 30, 2024. Consequent to the said conversion of loan into equity and allotment on September 30, 2024, the Company holds 268,882 shares (earlier 159,425 shares) in Barbeque MENA. The Company has submitted requisite documents with regulatory authorities.
- 5 On August 21, 2024, Barbeque MENA, a wholly owned subsidiary of the Company situated in Dubai, United Arab Emirates, incorporated its wholly owned subsidiary under the name Barbeque Nation Lanka (Pvt) Ltd ("Barbeque-Lanka") in Colombo, Sri Lanka. Consequent to the aforesaid incorporation, Barbeque-Lanka has become a step down subsidiary of the Company. During the current quarter, Barbeque MENA has made further equity investment in Barbeque-Lanka in addition to subscription to the Memorandum of Association (MOA) of the said step down subsidiary and accordingly the shares were allotted.
- 6 The Board of Directors of Red Apple Kitchen Consultancy Private Limited and Blue Planet Foods Private Limited, subsidiaries of the Company, have approved the Scheme of Amalgamation between Red Apple Kitchen Consultancy Private Limited ("Transferee Company") and Blue Planet Foods Private Limited ("Transferor Company"). The aforesaid Scheme of Amalgamation shall be subject to the approval of National Company Law Tribunal (NCLT) - Bengaluru Bench, Shareholders and Creditors of subsidiary companies and other regulatory/ statutory authorities, as considered necessary. The share exchange ratio is 0.1215 i.e., the shareholders of the Transferor Company will receive 4 shares of the Transferee Company for every 33 shares held in the Transferor Company.
- 7 The Board of Directors of the Company at its meeting held on May 27, 2023 had approved the removal (strike-off) of Barbeque Nation Holdings Pvt. Ltd. ("Barbeque Mauritius"), a wholly owned subsidiary of the Company, incorporated in Mauritius, from the Register of Companies, subject to approval of Regulatory Authorities in Mauritius. The application filed by Barbeque Mauritius has been approved by the Registrar of Companies in Mauritius ("RoC, Mauritius") and pursuant to the letter issued by RoC, Mauritius, Barbeque Mauritius has been removed (struck-off) from the Register under Section 308 of the Mauritius Companies Act, 2001 with effect from December 02, 2024.
- 8 The Company operates in only one segment, viz., setting up and managing restaurant business.
- 9 Previous periods figures have been regrouped/ reclassified, wherever necessary.

For and on behalf of the Board of Directors

Rahul Agrawal

Rahul Agrawal
Chief Executive Officer & Whole-time Director
DIN-07194134
Place: Bengaluru
Date: February 03, 2025

