

GOURMET GATEWAY INDIA LIMITED

(FORMERLY KNOWN AS INTELLIVATE CAPITAL VENTURES LIMITED)

CIN: L27200HR1982PLC124461

Registered Office: Village Dabodha, Khasra No 4/18,22,23,24,5 //11,6//2,3,4, Tehsil Farrukhnagar,
Gurugram, Haryana, 122506

Corporate Office: 301-302, 3rd Floor, Vipul Agora Mall, MG Road, Sector-28, Gurugram, Haryana 122002
Phone No: 91- 8750131314

Website: www.gourmetgateway.co.in ; E-mail: amfinecompliance@gmail.com

Ref No. : GGIL/BSE/2024-25

02nd December, 2024

The Secretary

BSE Limited

1st Floor, New Trading Wing, Rotunda Building

Phiroze Jeejeebhoy Towers, Dalal Street, Fort

Mumbai-400001

Security Code No.: 506134

Subject: Outcome of the Board Meeting held today i.e. Monday, 02nd December, 2024.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of directors of the Company, at their Meeting held today i.e. on Monday, 02nd December, 2024, inter-alia, considered and approved the following business items:

1. Increase in Authorized Share Capital and altering the Memorandum of Association, subject to the approval of Members:

Subject to approval of Members of the Company, the Board has proposed to increase the authorised share capital of the Company from existing Rs. 15,00,00,000/- (Rupees Fifteen Crore only), comprising of 10,00,00,000 (Ten Crore) equity shares of Rs. 1/- (Rupee One) Each and 5,00,00,000 (Five Crore) Preference Shares of Rs. 1/-each to Rs. 23,50,00,000/- (Rupees Twenty Three Crore Fifty Lakh) comprising of 18,50,00,000 (Eighteen Crore Fifty Lakh) equity shares of Rs. 1/- (Rupee One) Each and 5,00,00,000 (Five Crore) Preference Shares of Rs. 1/-each.

In order to reflect the proposed change in Authorised Share Capital, the Board proposed consequential alteration in Clause V i.e. Capital Clause of Memorandum of Association.

2. Issue of warrants convertible into equity shares of the Company on preferential basis:

To issue, offer and allot, from time to time in one or more tranches up to 1,21,35,095 (One Crore Twenty One Lakh Thirty Five Thousand Ninety Five) Convertible Equity Warrants ("Warrants") of face value of Rs.1/- each, to Non-Promoter group persons as mentioned below ("Warrant Holders"/ "Proposed Allottees") at a price of ₹ 26.20/- (Rupees Twenty Six and Twenty Paise each) including Premium of Rs. 25.20 per share (including the warrant subscription price and the warrant exercise price) aggregating up to ₹ 31,79,39,489/- (Rupees Thirty One Crore Seventy Nine Lakh Thirty Nine Thousand Four Hundred Eighty Nine only) or such higher price as may be arrived at in accordance with the ICDR Regulations, on preferential allotment basis ("Preferential Offer") to the proposed

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allottees (as listed in **Annexure -I**) and such issuance will be in accordance with the provisions of Section 23, 42 and 62(1) of the Companies Act 2013, as amended, read with Companies (Prospectus and Allotment of Securities) Rules 2014, and Companies (Share Capital and Debentures) Rules 2014, as amended, Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), SEBI LODR Regulations and such other acts/ rules/ regulations as may be applicable and subject to necessary approval of the shareholders of the Company at the ensuing Extraordinary General Meeting and other regulatory authorities, as may be applicable.

Details relating to the issue of Warrants as required under Regulation 30 of the SEBI LODR Regulations read with SEBI Circular dated September 09, 2015, bearing reference no. CIR/CFD/CMD/4/2015, are provided in '**Annexure II**'.

3. Convening an Extraordinary General Meeting (EGM) for the approval of the shareholders of the Company.

For obtaining the approval of the shareholders of the Company for the aforementioned matters, the Board of Directors of the Company have decided to hold an EGM of the Company on **Saturday, December 28, 2024** at 12:00 P.M. through Video Conferencing and have approved the draft notice of the EGM and matters related thereto to be issued to the shareholders for convening the EGM. The notice of the said EGM will be sent separately to the stock exchange(s) and to the shareholders of the Company and will also be available on the Company's website at www.gourmetgateway.co.in and on the website of the stock exchange(s) i.e. BSE Limited at www.bseindia.com, in due course.

4. Cut-off date to determine the eligibility of the members for remote e-voting.

The Company has fixed Saturday, December 21, 2024 as the cut-off date for determining the eligibility of the members, entitled to vote by remote e-voting and e-voting at the ensuing EGM of the Company schedule to be held on Saturday, December 28, 2024 at 12:00 P.M. through Video Conferencing.

5. Appointment of Neeraj Jain (DIN: 02726637) as Additional Non-Executive & Independent Director.

Based on recommendation of Nomination & Remuneration Committee, approved the appointment of Mr. Neeraj Jain (DIN:02726637) as an Additional Non-Executive & Independent Director on the Board of the Company with effect from December 02, 2024, for a period of five years, subject to approval of the shareholders to be obtained within three months hereof

The brief profile of Mr. Neeraj Jain is enclosed herewith as **Annexure-III**.

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Further, we hereby confirm that Mr. Neeraj Jain satisfies the criteria of independence prescribed under the Companies Act, 2013 and SEBI Listing Regulations and that he is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority.

6. Reconstitution of the following Committees of the Board with immediate effect i.e. from December 02, 2024:

a) Composition of Audit committee:

Name of the Director	Category	Nature of Directorship
Mr. Ritesh Kalra	Chairperson	Non-Executive & Independent Director
Mr. Anubhav Dham	Member	Non-Executive - Non Independent Director
Mr. Neeraj Jain	Member	Non-Executive & Independent Director

b) Composition of Nomination and remuneration committee:

Name of the Director	Category	Nature of Directorship
Mr. Ritesh Kalra	Chairperson	Non-Executive & Independent Director
Mr. Anubhav Dham	Member	Non-Executive - Non Independent Director
Mr. Neeraj Jain	Member	Non-Executive & Independent Director

c) Composition of Stakeholder & Relationship committee:

Name of the Director	Category	Nature of Directorship
Mr. Ritesh Kalra	Chairperson	Non-Executive & Independent Director
Mr. Anubhav Dham	Member	Non-Executive - Non Independent Director
Mr. Neeraj Jain	Member	Non-Executive & Independent Director

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The Board Meeting of the Company commenced at 04:00 P.M. and concluded at 06:30 P.M.

We request to take the above information on your records.

Thanking you.

Yours faithfully

GOURMET GATEWAY INDIA LIMITED

(Formerly known as Intellivate Capital Ventures Limited)

Narender Kumar Sharma

Company Secretary & Compliance Officer

Membership No.: A30675

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Annexure-I

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

S. No.	Proposed Allottees	No. of warrants to be allotted
A	Public shareholders	
1	Shailesh Ghisulal Hingarh	1,00,000
2	Shweta Agarwal	1,00,000
3	Sabena Widhani	1,00,000
4	Jasmine Sarupria	20,00,000
5	Akshat Greentech Private Limited	11,50,000
6	Kynig Investments	1,50,000
7	Sumesh AshoK Mishra	3,00,000
8	Rajkumar Singh HUF	1,00,000
9	Sapna Devang Shah	5,00,000
10	Harsh Sarwankumar Saraf	4,00,000
11	Anup Gupta	2,00,000
12	Rajesh Jashvantlal Shah	2,00,000
13	Geeta Bhimsen Singh	2,00,000
14	Kiran Rajkumar Singh	1,00,000
15	Janak Pradeep Jethani	50,000
16	Mohit Pradeep Jethani	50,000
17	Riddhi Trade Solutions Private Limited	99,235
18	Rakesh Shah	99,235
19	Shefali Bhujbal	99,235
20	Chanchal Kabra	99,235
21	Shivam Nagrale	99,235
22	Kavita Sharma	99,235
23	Ria Nagrale	99,235
24	Franny Shroff	99,235
25	Watco Chennai Real Estate Private Limited	99,235
26	Chayya Vijay Shroff	99,235
27	Kero Capital Asset Private Limited	99,235
28	Hello Money Advisory LLP	26,71,755
29	Griebs Commosales LLP	26,71,755
	TOTAL	1,21,35,095

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Annexure-II

Details on Preferential Allotment in terms of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015:

Sr. No.	Particulars	Disclosure
1.	Type of Securities proposed to be issued	Warrants, each convertible into, or exchangeable for, One fully paid-up equity share of the Company of face value Rs.1/- (Rupee One Only) each.
2.	Type of Issuance	Preferential Issue of Warrants in accordance with the SEBI (ICDR) Regulations 2018 read with the Companies Act, 2013 and rules made there.
3.	Total number of securities allotted or the total amount for which the securities are issued (approximately)	To issue, offer and allot, from time to time in one or more tranches up to 1,21,35,095 (One Crore Twenty One Lakh Thirty Five Thousand Ninety Five) Convertible Equity Warrants ("Warrants") of face value of Rs.1/- each, to Non-Promoter group persons as mentioned below ("Warrant Holders"/ "Proposed Allottees") at a price of ₹ 26.20/- (Rupees Twenty Six and Twenty Paise each) including Premium of Rs. 25.20 per share (including the warrant subscription price and the warrant exercise price) aggregating up to ₹ 31,79,39,489/- (Rupees Thirty One Crore Seventy Nine Lakh Thirty Nine Thousand Four Hundred Eighty Nine only) or such higher price as may be arrived at in accordance with the ICDR Regulations.
4.	Name of the Investors	As per Annexure-I.

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5.	Number of Investors	29 (Twenty Nine)
6.	Issue of Price	Rs. 26.20/- (a price not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations, if any)
7.	In case of Convertibles: Intimation of conversion of securities or on lapse of the tenure of investment.	In case of Warrants are allotted, each warrant would be convertible into 1 Equity Share and the rights attached to Warrants can be exercised at any time, within a period of 18 months from the date of allotment of warrants.
8.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable.
9.	Nature of Consideration	Cash

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Annexure-III

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 regarding Appointment of Director.

<u>S.No.</u>	<u>Particulars</u>	<u>Mr. Neeraj Jain</u>
1	Reason of Change viz. Appointment, Resignation, Removal, Death or otherwise	Appointment
2	Date of Appointment & terms of Appointment	Date: 02nd December, 2024 Terms of Appointment: For a period of five years, subject to approval of the shareholders to be obtained within three months hereof
3	Brief Profile (in case of appointment)	Mr. Neeraj Jain, aged about 39 years is a Fellow Member of the Institute of Company Secretaries of India (ICSI) and also a Law Graduate apart from being Insolvency Professional and Social Auditor. During his long tenure of 14 years, he has led from front in the field of Corporate Negotiations, Corporate Governance, FEMA, Commercial Laws and Securities Market, Business Planning, Business Development, Capital Raising, Business Restructuring, Investor Relations, Legal and Financial Due Diligences identifying promising business opportunities, developing growth strategy, structuring global expansion and alliances. Through

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		his career, he has held several senior management positions in leading Corporates. He is also an avid reader and a seasoned traveller.
4	Disclosure of relationships between Directors (in case of appointment)	Not related to any Director or Key Managerial Personnel of the Company.