

Niyman Mall Management Company Private Limited

CIN: U70100MH2004PTC148031

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 506186

Sub: Proposed inter-se transfer of shares of Galaxy Cloud Kitchens Limited between Central Departmental Stores Private Limited ('the Company') and Niyman Mall Management Company Private Limited, in terms of Regulation 10(1)(a)(iii) of SEBI (SAST) Regulations, 2011.

Dear Sir / Madam

This is with reference to the captioned subject, we hereby enclose our submission as detailed below:

1. Intimation under Regulation 10(5) of SEBI(SAST) Regulations, 2011;
2. Declaration by the Acquirer as Annexure – A and
3. Disclosure under Chapter- V as Annexure – B.

FOR NIYMAN MALL MANAGEMENT COMPANY PRIVATE LIMITED

**DIRECTOR
(ACQUIRER)**

Date: 05th September, 2024

Place: Mumbai

Registered Address:

Pantaloom Knowledge Houseshyam Nagar Off Jogeshwari Vikroli Link Rd Jogeshwar(E) Mumbai 400060

Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011					
1	Name of the Target Company (TC)	GALAXY CLOUD KITCHENS LIMITED (GCKL)			
2	Name of the acquirer(s)	NIYMAN MALL MANAGEMENT COMPANY PRIVATE LIMITED (NMMCPL)			
3	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes NMMCPL and Central Departmental Stores Private Limited (CDSPL) are under the common control and NMMCPL is subsidiary of CDSPL and thus forms part of qualifying persons as defined under Regulation 10(1)(iii) of Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
4	Details of the proposed acquisition				
	a. Name of the person(s) from whom shares are to be acquired	CENTRAL DEPARTMENTAL STORES PRIVATE LIMITED			
	b. Proposed date of acquisition	On or after 12-09-2024			
	c. Number of shares to be acquired from each person mentioned in 4(a) above	30,00,000 Equity Shares			
	d. Total shares to be acquired as % of share capital of TC	6.68%			
	e. Price at which shares are proposed to be acquired	At prevailing market price			
	f. Rationale, if any, for the proposed transfer	Inter-se transfer between the promoter and the entity under the common control of promoter group.			
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10 (1) (a) (iii)			
6	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period	Volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on BSE is Rs.41.33 per Equity Share			
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.			
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Enclosed as Annexure-A			
9	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	Enclosed as Annexure-A Enclosed as Annexure-B			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Enclosed as Annexure-A			
11	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
a.	Acquirer(s) and PACs (other than sellers)(*)	1,47,27,729	32.77	1,77,27,729	39.45
b.	Seller(s)	30,00,000	6.68	-	-
	Total	1,77,27,729	39.45	1,77,27,729	39.45

Note:

(*) Shareholding of each entity may be shown separately and then collectively in a group.

The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

*Acquirer(s) and PACs (other than sellers)	Before the proposed transaction		After the proposed transaction	
Central Departmental Stores Private Limited	30,00,000	6.68	-	-
Niyman Mall Management Company Private Limited	63,57,910	14.15	93,57,910	20.82
Future Enterprises Limited	83,69,819	18.63	83,69,819	18.63
Total	1,77,27,729	39.45	1,77,27,729	39.45

FOR NIYMAN MALL MANAGEMENT COMPANY PRIVATE LIMITED (ACQUIRER)

Date: 5th September, 2024

Place: Mumbai

AUTHORISED SIGNATORY

Trading Days	Date	Average Price	Total Traded Quantity	Turnover
60	04-Sep-24	31.95	68	465741
59	03-Sep-24	33.57	97	2531154
58	02-Sep-24	32.50	35	928079
57	30-Aug-24	34.14	16	362805
56	29-Aug-24	34.83	16	510296
55	28-Aug-24	35.54	8	89240
54	27-Aug-24	36.26	17	111883
53	26-Aug-24	37.00	16	599326
52	23-Aug-24	37.75	18	397960
51	22-Aug-24	37.02	26	824252
50	21-Aug-24	36.75	23	137699
49	20-Aug-24	37.21	18	48402
48	19-Aug-24	37.96	11	14123
47	16-Aug-24	38.73	14	215300
46	14-Aug-24	39.52	17	39488
45	13-Aug-24	40.32	21	177448
44	12-Aug-24	41.14	9	57184
43	09-Aug-24	41.97	12	340082
42	08-Aug-24	41.15	14	104497
41	07-Aug-24	40.35	12	56871
40	06-Aug-24	41.15	18	100323
39	05-Aug-24	41.98	19	116428
38	02-Aug-24	41.98	25	333111
37	01-Aug-24	42.83	10	136627
36	31-Jul-24	43.70	21	348213
35	30-Jul-24	44.59	23	257226
34	29-Jul-24	45.50	15	100054
33	26-Jul-24	46.25	16	576685
32	25-Jul-24	46.87	17	131423
31	24-Jul-24	47.82	66	708530
30	23-Jul-24	49.64	67	676307
29	22-Jul-24	49.11	116	314534
28	19-Jul-24	48.91	166	3359608
27	18-Jul-24	46.64	108	5863867
26	16-Jul-24	44.42	64	2197158
25	15-Jul-24	42.31	70	2402495
24	12-Jul-24	40.30	28	393101
23	11-Jul-24	41.12	14	135231
22	10-Jul-24	41.95	16	644989
21	09-Jul-24	42.80	35	698688
20	08-Jul-24	41.99	34	826615
19	05-Jul-24	42.61	43	1053452
18	04-Jul-24	42.90	42	855771
17	03-Jul-24	43.75	23	105289
16	02-Jul-24	42.90	67	1807032
15	01-Jul-24	42.07	66	1502992
14	28-Jun-24	42.92	26	410057
13	27-Jun-24	43.79	22	122656
12	26-Jun-24	44.68	51	533214
11	25-Jun-24	45.59	51	1302789
10	24-Jun-24	44.70	72	4729988
9	21-Jun-24	44.09	51	2826490
8	20-Jun-24	43.23	44	3329315
7	19-Jun-24	42.39	51	1776310
6	18-Jun-24	41.56	62	2240624
5	14-Jun-24	40.75	67	2760608
4	13-Jun-24	39.96	66	2397691
3	12-Jun-24	39.18	87	6072804
2	11-Jun-24	38.42	28	3323176
1	10-Jun-24	37.67	122	2982779
		41.33		

Niyman Mall Management Company Private Limited

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Annexure - A

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 506186

Sub: Proposed inter-se transfer of shares of Galaxy Cloud Kitchens Limited between Central Departmental Stores Private Limited ('the Company') and Niyman Mall Management Company Private Limited, in terms of Regulation 10(1)(a)(iii) of SEBI (SAST) Regulations, 2011.

Dear Sir / Madam

This is with reference to the captioned subject, it is hereby declare that:

1. the acquisition price would not be higher by more than 25 % of the price computed in accordance with regulation 8 of SEBI (SAST) Regulations, 2011;
2. the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) and will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)
3. all the applicable conditions as mentioned in Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 with respect to exemptions have been duly complied with.

FOR NIYMAN MALL MANAGEMENT COMPANY PRIVATE LIMITED

**DIRECTOR
(ACQUIRER)**

Date: 05th September, 2024
Place: Mumbai

Registered Address:

Pantaloom Knowledge Houseshyam Nagar Off Jogeshwari Vikroli Link Rd Jogeshwar(E) Mumbai 400060

Annexure B

A. By the Transferee - NIYMAN MALL MANAGEMENT COMPANY PRIVATE LIMITED						
Sl. No.	Regulation/ sub- regulation	Transaction date	Due date for compliance as mentioned in the regulation	Actual date of compliance	Delay, if any (in No. of days) Col. 4 - Col. 3	Remarks
1	2		3	4	5	6
	Reg 29	28/11/2023	30/11/2023	30/11/2023		
	Reg 29	29/11/2023	01/12/2023	30/11/2023		
B. By the Transferor - CENTRAL DEPARTMENTAL STORES PRIVATE LIMITED						
Sl. No.	Regulation/ sub- regulation	Transaction date	Due date for compliance as mentioned in the regulation	Actual date of compliance	Delay, if any (in No. of days) Col. 4 - Col. 3	Remarks
	2		3	4	5	6
1	31(2)	04/05/2022	13/05/2022	11/05/2022		
2	Reg 29	28/11/2023	30/11/2023	30/11/2023	-	
3	Reg 29	29/11/2023	01/12/2023	30/11/2023	-	
4	31	14/05/2024	22/05/2024	17/05/2024	-	