



Date: 23rd August, 2024

To
BSE Limited
Dept. of Corporate Services
25th Floor, P J Towers,
Dalal Street,
Mumbai – 400001

Dear Sir/Madam

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Allotment of 0% Unsecured Compulsorily Convertible Debentures on a Preferential Basis and Outcome of the meeting of Committee of Directors held today i.e. 23rd August, 2024 of Galaxy Cloud Kitchens Limited (“Company”)

This is to inform that pursuant to the authority granted under the Special Resolution passed by the Shareholders of the Company at their Extra-ordinary General Meeting held on 10th July, 2024, the Committee of Directors of the Board of Directors of the Company has approved the allotment of 48,40,000 (Forty Eight Lakhs Forty Thousand only) 0% Unsecured Compulsorily Convertible Debentures (CCDs), having face value of Rs. 11/- (Rupees Eleven Only) each fully paid up, aggregating to Rs. 5,32,40,000/- (Rupees Five Crore Thirty-Two Lakhs Forty Thousand Only) and each aforesaid CCDs shall be converted into 1 (one) fully paid up Equity Shares of Rs. 10/- (Rupees Ten Only) each at a premium of Re. 1/- (Rupee One Only) per Equity Share in one or more tranches within a term of 18 months from the date of allotment of CCDs in accordance with the applicable laws and terms and conditions for issuance of CCDs., by way of private placement on preferential basis to the following specified investors:

Name of the allottee	Category of the allottee	Number of Compulsorily Convertible Debentures allotted
FDRT Consultancy Services Limited	Promoter Group – Body Corporate	19,02,748
Nu Business Ventures Private Limited	Promoter Group – Body Corporate	29,37,252
Total		48,40,000

CIN: L15100MH1981PLC024988

Registered Office: Knowledge House, Shyam Nagar, Off Jogeshwari-Vikhroli Link Road, Jogeshwari (East), Mumbai 400060.
Tel: 022 2803 9405 Email: investors@galaxycloudkitchens.in | Website: www.galaxycloudkitchens.in



The Company has received a total amount of Rs. 5,32,40,000 /- (Rupees Five Crore Thirty Two Lakh Forty Thousand Only) from the aforesaid allottees, being 100% of the Application Money for the CCDs.

The requisite disclosure, pursuant to Part A of Schedule III of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, is enclosed as **Annexure A**.

The meeting was commenced at 05:30 pm (IST) and concluded at 05:45 pm (IST).

You are requested to take the same on records.

Thanking you

For Galaxy Cloud Kitchens Limited

A handwritten signature in blue ink, appearing to read "H. Joshi", is written over a light blue horizontal line.

Harsh Joshi
Company Secretary & Compliance Officer

CIN: L15100MH1981PLC024988

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Annexure - A

Disclosure pursuant to Para A of Part A of Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Particulars of Securities		Details of Securities				
a)	Type of securities issued	0% Unsecured Compulsorily Convertible Debentures (CCDs) having face value of Rs. 11/- each convertible into Equity Shares of Rs. 10/-each at a premium of Re. 1/-.				
b)	Type of issuance	Preferential Issue on a private placement basis in accordance with the provisions of Companies Act, 2013 and rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations.				
c)	Total number of securities issued and allotted or the total amount for which the securities are issued and allotted	Allotment of 48,40,000 (Forty Eight Lakhs Forty Thousand) 0% Unsecured Compulsorily Convertible Debentures (CCDs), having face value of Rs. 11/- (Rupees Eleven Only) each fully paid up, aggregating to Rs. 5,32,40,000/- (Rupees Five Crore Thirty-Two Lakhs Forty Thousand Only) and each aforesaid CCDs shall be converted into 1 (one) fully paid up Equity Shares of Rs. 10/- (Rupees Ten Only) each at a premium of Re. 1/- (Rupee One Only) per Equity Share in one or more tranches within a term of 18 months from the date of allotment of CCDs in accordance with the applicable laws and terms and conditions for issuance of CCDs.				
d)	In case of preferential Issue, the listed entity shall disclose the following additional details to the stock exchange(s):					
	i) Names of the Investors	FDRT Consultancy Services Limited (Investor-1) Nu Business Ventures Private Limited (Investor 2)				
	ii) Post allotment of securities - outcome of the subscription	Details of the shareholding of the Proposed Allottees in the Company, prior to and after the Preferential Issue, are as under: <table border="1"><thead><tr><th>Pre-Preferential Issue shareholding of the Proposed Allottees</th><th>Post issue Equity Holding after conversion of CCDs within 18 months from the date of issue</th></tr></thead><tbody><tr><td>NIL</td><td>9.72%</td></tr></tbody></table>	Pre-Preferential Issue shareholding of the Proposed Allottees	Post issue Equity Holding after conversion of CCDs within 18 months from the date of issue	NIL	9.72%
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NIL	9.72%					

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GALAXY
CLOUD
KITCHENS
LIMITED

		issue price / allotted price (in case of convertibles),	The issue price of CCDs is INR 11/- . Each CCD is convertible into One Equity Shares of INR 10/- each at a premium of INR 1/-
		number of investors	Two
	iii)	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each CCD will be convertible into 1 (one) fully paidup equity share of the Company of face value of INR 10 (Indian Rupees Ten) with Premium of INR 1, which may be exercised in one or more tranches during a period of 18 (eighteen) months commencing from the date of allotment of CCD.

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