



Galactico Corporate Services Limited

A SEBI Registered Category I Merchant Banker

February 11, 2023

BSE Limited,
25th Floor,
Phiroz Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 542802

Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Update on acquisition of Beembox Technologies Private Limited

Sir/Madam,

In compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Part A Schedule III of the Listing Regulations, this is to inform you that the Company has acquired shares in Beembox Technologies Private Limited (BTPL), resulting in an aggregate stake of 91.67% on a fully diluted basis in BTPL.

The details required under Regulations 30 of the Listing Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, are enclosed herewith and marked as Annexure A.

Thanking you,

FOR GALACTICO CORPORATE SERVICES LIMITED

Riddhi Bheda
Company Secretary & Compliance Officer
Place: Nashik

Nashik: 68, 6th Floor, Business Bay, Shri. Hari Kute Marg, Tidke Colony, Nashik (MH) - 422002. Phone :+91 253-2952456

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CIN No.: L74110MH2015PLC265578 | SEBI Registration No.: INM000012519

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Riddhi Bheda

Company Secretary & Compliance Officer

Place : Nashik

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Annexure A

Sr. No.	Particulars	
A	Name of the target entity, details in brief such as size, turnover etc.	<p>Name of the target company: Beembox Technologies Private Limited</p> <p>Details in brief: Beembox Technologies Private Limited (“BTPL”) was incorporated in 2020. BTPL is into fantasy gaming & entertainment sector. BTPL has been incubated by support of our Company and other venture investors. It is engaged in the business of developing, operating and maintaining online fantasy sports games through online gaming platform.</p>
B	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms-length”	<p>Subscription of Compulsorily Convertible Debentures of Rs. 10/- each (“CCDs”) doesn’t fall within the purview of related party transactions.</p> <p>None of the promoter/promoter group has any interest in the entity.</p>
c	Industry to which the entity being acquired belongs	Fantasy gaming & Entertainment Sector.
D	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p>The Company has acquired an aggregate stake of 91.67% on a fully diluted basis in BTPL and this Company has become Subsidiary of our Company.</p> <p>The Company has decided to enter into the fast-growing segment of fantasy games by acquiring controlling stake in BTPL.</p> <p>BTPL is deploying these funds for:</p> <ul style="list-style-type: none"> - Technology Development – Application & Web Portal updation. - Development of In-house IT Team - Marketing & Branding Spends - API Integration - Data Acquisition, Storage & Retention
e	Brief details of any Governmental or Regulatory Approvals required for the acquisition	Not Applicable
f	Indicative time period for completion of the acquisition	Subscription to 5,50,000 CCDs has completed.

g	Nature of Consideration -whether cash consideration or share swap and details of the same	Cash consideration.
h	Cost of acquisition or the price at which the shares are acquired	The cost of acquisition is Rs. 55,00,000/- for 5,50,000 CCDs of Rs. 10/- each). (Terms of the CCDs: The face value of Rs. 10 each. The fair market value of CCDs is derived from the underlying equity shares of the Company. The CCDs shall carry a coupon rate at the rate of 0.001% per year on face value per annum. The tenure of CCDs allotted shall be for a period of ten years from the date of issuance of the CCDs. The holder of the CCDs shall be entitled to convert CCDs into Equity Shares at a conversion ratio of 1:1).
i	Percentage of shareholding /control acquired and/ or number of shares acquired	The CCDs has a conversion ratio of 1:1. Therefore, GCSL shall acquire 1 equity share of BTPL for each 1 CCD held, aggregating to 5,50,000 equity shares of BTPL, on conversion. This results into shareholding of 91.67% of GCSL in BTPL on a fully diluted basis.
j	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Brief background: BTPL was initially incorporated as BPB Utility Services Private Limited on September 23, 2020 with its main object to act a collection and payment agent on behalf of any person, entity, firm, company, bank, etc.</p> <p>The name of the Company was changed to “Beembox Technologies Private Limited” and the main object was altered vide Special Resolution dated 21.09.2021. The altered object thereafter was to develop, operate and maintain online fantasy sports through online gaming platform.</p> <p>BTPL has been incubated by support of our Company and other venture investors. It is engaged in the business of developing, operating and maintaining online fantasy sports games through online gaming platform.</p> <p>The beta version of the website and application (App) are ready to be launched and are awaiting regulatory approvals. The necessary testing is in process.</p>

		<p>Turnover: Rs. 43,54,405/- (FY 2020-21)</p> <p>(The Company was incorporated on September 23, 2020. Thus, the period from September 23, 2020 to March 31, 2021 was its first financial year.)</p> <p>Rs. 9,80,236.32/- (FY 2021-22)</p> <p>Date of Incorporation: September 23, 2020</p> <p>Country in which BTPL has presence: India.</p>
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