



**GALAXY**  
CLOUD  
KITCHENS  
LIMITED

September 30, 2020

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

Dear Sirs,

**Sub: Disclosure pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015.**

We are pleased to inform that the 38<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Tuesday, September 29, 2020 at 11.30 a.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') in compliance with the circulars issued by the Ministry of Corporate Affairs ('MCA) and Securities and Exchange Board India ("SEBI") from time to time.

In this regard, please find enclosed the consolidated scrutinizer Report dated 30/09/2020, pursuant to section 108 of the Companies Act, 2013 and Rule 30 of the Companies (Management and Administration) Rules, 2014, which also includes the voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations.

We request you to kindly take note of the same.

**For Galaxy Cloud Kitchens Limited**

e-Mudhra Sub  
CA for Class 2  
Individual 2014

Digital Signer e-Mudhra Sub CA for Class 2 Individual  
2014  
DN: CN=SUCHITA BHARAT RAJPUT,  
SERIALNUMBER=048742794278a27e6ccca02853a965  
#d=1000011#o=GalaxyKitchens, S=MANMANSKHITRA, PostalC  
O=Personal, C=IN  
Date: 2020.09.30  
23:20:52 +05:30

**Suchita Rajput**  
**Company Secretary**

(Formerly known as **Galaxy Entertainment Corporation Limited**)

**CIN: L15100MH1981PLC024988**

**Registered Office :** Eyelet House, M.S. Patel Compound, Near John Baker Bus Stop, Opp. Shah Industrial Estate, Saki - Vihar Road, Saki Naka, Andheri (East), Mumbai - 400 072.

Tel: 022 2803 9405 Email: [investors@galaxycloudkitchens.in](mailto:investors@galaxycloudkitchens.in) Website: [www.galaxycloudkitchens.in](http://www.galaxycloudkitchens.in)



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Details of voting result in terms of Regulation 44 of the Securities and Exchange Board of Indian (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Date of Annual General Meeting	September 29, 2020
Total no. of Shareholders as on cut-off date (September 22, 2020)	2993
No. of shareholders present in meeting either in person or through proxy:	
Promoter and Promoter group	0
Public	0
Total	0
No. of shareholder attended the meeting through video conferencing:	
Promoter and Promoter group	6
Public	77
Total	83

Mode of voting: Remote e-voting and e-voting at AGM

e-Mudhra Sub CA  
for Class 2  
Individual 2014

Digital Signer - Mudhra Sub CA for  
Class 2 Individual 2014  
DN: CN=SUCHITA BHARAT RAJPUT,  
SERIALNUMBER=d4874294278a27eab  
eca0385369b54b5c0e11be70f009681  
8f9c019ead84ee5, S=MAHARASHTRA,  
PostalCode=401105, O=Personal, C-IN  
Date: 2020.09.30  
23:21:30 +05:30

(Formerly known as **Galaxy Entertainment Corporation Limited**)

**CIN: L15100MH1981PLC024988**

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# GALAXY

## CLOUD KITCHENS LIMITED

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	21958957	20790841	94.6805	20790841	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>21958957</b>	<b>20790841</b>	<b>94.6805</b>	<b>20790841</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	22978717	12472345	54.2778	12472296	49	99.9996	0.0004
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>22978717</b>	<b>12472345</b>	<b>54.2778</b>	<b>12472296</b>	<b>49</b>	<b>99.9996</b>
<b>Total</b>		<b>44937674</b>	<b>33263186</b>	<b>74.0207</b>	<b>33263137</b>	<b>49</b>	<b>99.9999</b>	<b>0.0001</b>

e-Mudhra Sub  
CA for Class 2  
Individual 2014

Digital Signature-Mudhra Sub CA for  
Class 2 Individual 2014  
DN:CN=SUCHITA BHARAT RAJPUT,  
SERIALNUMBER=44874294278a27ca  
6ec40385369b54b5ccea1b8e70fb696  
8189cad119aad84ee5,  
S=MAHARASHTRA, PostalCode=  
401105, O=Personal, C=IN  
Date:2020.09.30  
19:55:56.176:30

(Formerly known as Galaxy Entertainment Corporation Limited)

CIN: L15100MH1981PLC024988

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Tel: 022 2803 9405 Email: investors@galaxycloudkitchens.in Website: www.galaxycloudkitchens.in



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Resolution (2)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the agenda/resolution?				Ordinary				
Description of resolution considered				No				
				To appoint a Director in place of Mr. Sunil Biyani (DIN: 00006583), who retires by rotation and being eligible offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] 100	(4)	(5)	(6)=[(4)/(2)] 100	(7)=[(5)/(2)] 100
Promoter and Promoter Group	E-Voting		20790841	94.6805	20790841	0	100.0000	0.0000
	Poll	21958957	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	21958957	20790841	94.6805	20790841	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		12472345	54.2778	12472296	49	99.9996	0.0004
	Poll	22978717	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	22978717	12472345	54.2778	12472296	49	99.9996	0.0004
<b>Total</b>		44937674	33263186	74.0207	33263137	49	99.9999	0.0001

e-Mudhra Sub  
CA for Class  
2 Individual  
2014

Digital Signer: e-Mudhra Sub CA for  
Class 2 Individual 2014  
DN: CN=SUCHITA BHARAT  
RAJPUT,  
SERIALNUMBER=d1874294278a  
27a6ecc0385369b54b5c0e1b8e70f  
b0968189ca0196ad84ee5,  
S=MAHARASHTRA,  
PostalCode=401105, O=Personal,  
C=IN  
Date: 2020.09.30  
23:23:06 +05:30

(Formerly known as Galaxy Entertainment Corporation Limited)

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LIMITED

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoters/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for Material Related Party Transaction(s)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$(3) = \frac{(2) \times 100}{(1)}$	(4)	(5)	$(6) = \frac{(4) \times 100}{(2)}$	$(7) = \frac{(5) \times 100}{(2)}$
Promoter and Promoter Group	E-Voting	21958957	4231228	19.2688	4231228	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4231228	19.2688	4231228	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	22978717	12472345	54.2778	12472130	215	99.9983	0.0017
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		12472345	54.2778	12472130	215	99.9983	0.0017
<b>Total</b>		44937674	16703573	37.1705	16703358	215	99.9987	0.0013

e-Mudhra Sub  
CA for Class 2  
Individual 2014

Digital Signer: e-Mudhra Sub CA for  
Class 2 Individual 2014  
DN: CN=SUCHITA BHARAT RAJPUT,  
SERIALNUMBER=d4874294278a27e  
a6eca0385369b54b5cce1b8e70fb09  
6818f9cd0196ad84ee5,  
S=MAHARASHTRA, PostalCode=  
401105, O=Personal, C=IN  
Date: 2020.09.30  
23:24:14 +05:30

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Tel: 022 2803 9405 Email: investors@galaxycloudkitchens.in Website: www.galaxycloudkitchens.in

**COMBINED SCRUTINIZERS' REPORT**

**ON**

**REMOTE E-VOTING AND VOTING AT AGM**

**CONDUCTED AT THE 38<sup>th</sup> ANNUAL GENERAL MEETING OF**

**GALAXY CLOUD KITCHENS LIMITED**

**HELD ON 29<sup>TH</sup> SEPTEMBER, 2020**

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## **Report of the Scrutinizers**

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules 2014 as amended]

To,  
The Chairman,  
Of 38<sup>th</sup> Annual General Meeting of the Equity Shareholders of Galaxy Cloud Kitchens Limited held on Tuesday, 29th day of September 2020 at 11.30 a.m.

Dear Sir,

I, Amit Samani of M/s Amit Samani & Co., Company Secretaries, Mumbai appointed as Scrutinizer for the purpose of scrutinizing both remote electronic voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20&21 of the Companies (Management and Administration) Amendment Rules, 2015 read with General Circular Nos 14/2020, 17/2020 & 20/2020 issued by the Ministry of corporate Affairs on April 08, 2020; April 13, 2020 & May 5, 2020 respectively and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 at the the Annual General Meeting on the resolutions contained in the Notice calling the 38th Annual General Meeting of the Galaxy Cloud Kitchens Limited (CIN: L15100MH1981PLC024988 ) (“the Company”) held on Tuesday, 29th day of September 2020 at 11.30 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM):.

- a) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote E-Voting and e- voting at AGM by the shareholders on the resolutions proposed in the Notice calling the 38th Annual General Meeting of the Company is the responsibility of the management. Our responsibility as scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer’s report on the voting to the Company Secretary on the resolutions based on the reports generated from the electronic voting system by the National Securities Depository Limited (NSDL).
- b) The remote e-voting period commenced on Saturday, 26th September, 2020 from 9.00 a.m. and concluded on Monday, 28th September, 2020 at 5.00 p.m.. The remote e-voting services were provided by the National Securities Depository Limited (NSDL). at 5.00 p.m.
- c) The Equity Shareholders holding shares as on 22<sup>nd</sup> September, 2020, “Cut off date/relevant date” were entitled to vote on the resolutions stated in the Notice calling the 38th Annual General Meeting of the Company

AMIT HASMUKH SAMANI  
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AMIT HASMUKH  
SAMANI  
Date: 2020.09.30  
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# AMIT SAMANI & CO.

## COMPANY SECRETARIES

- d) At the 38th Annual General Meeting of the Company held on 29th September, 2020, the Chairman of the meeting requested for the voting as per MCA Circulars.
- e) The Shareholders of the Company as on the cut off date were entitled to avail the facility of remote e-voting as well as voting at the AGM on the proposed resolutions.
- f) The votes were unblocked on 29th September, 2020, after the conclusion of the Annual General Meeting.
- g) I hereby submit a consolidated scrutinizer's report pursuant to rule 20 (4) (xii) on the resolutions contained in the Notice of the 38<sup>th</sup> Annual General Meeting.
- h) The shareholders exercised their voting either by remote e-voting or venue voting. There was no shareholder who opted for both the facilities.
- i) The consolidated result of the voting is as under:

### **A. RESOLUTION NO.1 – ORDINARY RESOLUTION**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended **March 31,2020** together with the reports of the Board of Directors and Auditors thereon;

- (i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	<b>99</b>	<b>33263133</b>	<b>99.99%</b>
Voting at AGM	<b>4</b>	<b>4</b>	<b>0</b>
<b>TOTAL</b>	<b>103</b>	<b>33263137</b>	<b>99.99%</b>

- (ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	<b>1</b>	<b>49</b>	<b>0.01%</b>
Voting at AGM	<b>0</b>	<b>0</b>	<b>0</b>
<b>TOTAL</b>	<b>1</b>	<b>49</b>	<b>0.01%</b>

- (iii) Invalid votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	<b>0</b>	<b>0</b>
Voting at AGM	<b>0</b>	<b>0</b>
<b>TOTAL</b>	<b>0</b>	<b>0</b>

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SAMANI  
Date: 2020.09.30  
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# AMIT SAMANI & CO.

COMPANY SECRETARIES

## **B.RESOLUTION NO.2: ORDINARY RESOLUTION**

To appoint a Director in place of Mr. Sunil Biyani (DIN: 00006583), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	<b>99</b>	<b>33263133</b>	<b>99.99%</b>
Voting at AGM	<b>4</b>	<b>4</b>	<b>0</b>
<b>TOTAL</b>	<b>103</b>	<b>33263137</b>	<b>99.99%</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	<b>1</b>	<b>49</b>	<b>0.01%</b>
Voting at AGM	<b>0</b>	<b>0</b>	<b>0</b>
<b>TOTAL</b>	<b>1</b>	<b>49</b>	<b>0.01%</b>

(iii) **Invalid** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	<b>0</b>	<b>0</b>
Voting at AGM	<b>0</b>	<b>0</b>
<b>TOTAL</b>	<b>0</b>	<b>0</b>

## **SPECIAL BUSINESS**

### **C.RESOLUTION NO.3: ORDINARY RESOLUTION**

To consider and approve the Material Related Party Transaction(s).

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	<b>94</b>	<b>16703354</b>	<b>99.99%</b>
Voting at AGM	<b>4</b>	<b>4</b>	<b>0</b>
<b>TOTAL</b>	<b>98</b>	<b>16703358</b>	<b>99.99%</b>

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SAMANI  
Date: 2020.09.30  
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# AMIT SAMANI & CO.

COMPANY SECRETARIES

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	215	0.01%
Voting at AGM	0	0	0
<b>TOTAL</b>	<b>3</b>	<b>215</b>	<b>0.01%</b>

(iii) **Invalid** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting at AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Based on the foregoing, the Resolution No.(s) 1 to 3 shall be deemed to have been passed with the requisite majority.

All the relevant records of Voting is under my safe custody until the Chairman considers, approves and signs the Minutes of the 38<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking you,  
Sincerely,

AMIT  
HASMUKH  
SAMANI  
SAMANI

Digitally signed by  
AMIT HASMUKH  
SAMANI  
Date: 2020.09.30  
22:18:25 +05'30'

Amit Samani

F.C.S No.7397,  
Certificate of Practice No.7966  
Practising Company Secretary

Countersigned by :

For **GALAXY CLOUD KITCHENS LIMITED**

e-Mudhra Sub  
CA for Class 2  
Individual 2014

Digital Signer: e-Mudhra Sub CA for Class 2  
Individual 2014  
DN: CN=Suchita BHARAT RAJPUT,  
SERIALNUMBER=4487A294278a27a6acc03853  
c10809a818fca019a284e5: S=AMHARASHYI  
PostalCode=401105, O=Personal C=IN  
Date: 2020.09.30  
22:37:28 +05:30

**Suchita Rajput**  
Company Secretary

Place: Mumbai  
Date : 30th September, 2020  
UDIN: F007397B000811222

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