



GALAXY
CLOUD
KITCHENS
LIMITED

September 25, 2022

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 40th Annual General Meeting (AGM) of the Company was held on Saturday, September 24, 2022 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 24.09.2022, 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


Shruti Shrivastava
Company Secretary


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



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 24, 2022
Total no. of Shareholders as on cut-off date (August 26, 2022)	3761
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	7
Public	67
Total	74

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

CIN: L15100MH1981PLC024988

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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 31,2022 together with 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	21511457	97.9621	21511457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21958957	21511457	97.9621	21511457	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22978717	52670	0.2292	52654	16	99.9696	0.0304
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22978717	52670	0.2292	52654	16	99.9696	0.0304
Total		44937674	21564127	47.9867	21564111	16	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

CIN: L15100MH1981PLC024988



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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	21958957	21511457	97.9621	21511457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21511457	21511457	97.9621	21511457	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22978717	52670	0.2292	52654	16	99.9696	0.0304
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		52670	52670	0.2292	52654	16	99.9696
Total		44937674	21564127	47.9867	21564111	16	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

CIN: L15100MH1981PLC024988



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve related party transactions				
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	13141638	59.8464	13141638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21958957	13141638	59.8464	13141638	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22978717	52670	0.2292	52654	16	99.9696	0.0304
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22978717	52670	0.2292	52654	16	99.9696
Total		44937674	13194308	29.3614	13194292	16	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

CIN: L15100MH1981PLC024988

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider appointment of Ms. Dimple Somani (DIN: 09685900) as Independent Director				
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	21511457	97.9621	21511457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21958957	21511457	97.9621	21511457	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22978717	52670	0.2292	44661	8009	84.7940	15.2060
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22978717	52670	0.2292	44661	8009	84.7940
Total	Total	44937674	21564127	47.9867	21556118	8009	99.9629	0.0371
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider appointment of Mr. Manoj Khemka (DIN: 0009686636) as Independent Director				
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	21511457	97.9621	21511457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21958957	21511457	97.9621	21511457	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22978717	52670	0.2292	52661	9	99.9829	0.0171
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22978717	52670	0.2292	52661	9	99.9829
Total		44937674	21564127	47.9867	21564118	9	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

AMIT SAMANI & CO.
COMPANY SECRETARIES

COMBINED SCRUTINIZERS' REPORT

ON

REMOTE E-VOTING AND VOTING AT AGM

CONDUCTED AT THE 40th ANNUAL GENERAL MEETING OF

GALAXY CLOUD KITCHENS LIMITED

HELD ON 24TH SEPTEMBER, 2022



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AMIT HASMUKH
SAMANI
Date: 2022.09.24
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1310, Ghanshyam Enclave, Near Laljipada Police Station, Link Road, Kandivali (West), Mumbai 400 067.

T: +91 22 2868 0323 / 24 / 25 • E: cs@asco-india.com • Web: www.asco-india.com

AMIT SAMANI & CO.

COMPANY SECRETARIES

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 40th Annual General Meeting of the Equity Shareholders of Galaxy Cloud Kitchens Limited held on Saturday, 24th day of September 2022 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 Annual General Meeting on the resolutions contained in the Notice calling the 40th Annual General Meeting of the Galaxy Cloud Kitchens Limited (CIN: L15100MH1981PLC024988) ("the Company") held on Saturday , 24th day of September 2022 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 40th 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 Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and the SEBI Listing Regulations.
- c) The remote e-voting period commenced on Wednesday, 21st September, 2022 from 9.00 a.m. and concluded on Friday, 23rd September, 2022 at 5.00 p.m.
- d) The Equity Shareholders holding shares as on 17th September , 2022, "Cut off date" were entitled to vote on the resolutions stated in the Notice calling the 40th Annual General Meeting of the Company

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COMPANY SECRETARIES

- e) At the 40th Annual General Meeting of the Company held on 24th September, 2022, the Chairman of the meeting requested for the voting as per MCA Circulars.
- f) 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.
- g) The votes were unblocked on 24th September, 2022, after the conclusion of the Annual General Meeting.
- h) I hereby submit a consolidated scrutinizer's report pursuant to rule 20 (4) (xii) on the resolutions contained in the Notice of the 40th Annual General Meeting.
- i) The shareholders exercised their voting by remote e-voting
- j) The Company had also provided facility to the members present in the AGM through VC/OAVM and who had not cast their vote earlier.
- k) The votes were unblocked on 24.09.2022 after the conclusion of AGM at 12.05 p.m.
- l) 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 31,2022 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	97	8422466	39.05
Voting at AGM	7	13141645	60.94
TOTAL	104	21564111	99.99

- (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	1	16	0.01
Voting at AGM	0	0	0
TOTAL	1	16	0.01

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(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
TOTAL	0	0

(iv) **Abstain/Less** votes:

Abstain	Less
0	0

B. RESOLUTION NO.2: ORDINARY RESOLUTION

To appoint a Director in place of Mr. SunilBiyani (DIN: 00006583), who retires by rotation 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	97	8422466	39.05
Voting at AGM	7	13141645	60.94
TOTAL	104	21564111	99.99

(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	1	16	0.01
Voting at AGM	0	0	0
TOTAL	1	1	0.01

(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
TOTAL	0	0

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(iv) **Abstain/Less** votes:

Abstain	Less
0	0

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	95	52647	0.24
Voting at AGM	7	13141645	60.94
TOTAL	102	13194292	61.18

(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	1	16	0.01
Voting at AGM	0	0	0
TOTAL	1	16	0.01

(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
TOTAL	0	0

(iv) **Abstain/Less** votes:

Abstain	Less
8369819	0

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D.RESOLUTION NO.4: SPECIAL RESOLUTION

To consider appointment of Ms. Dimple Somani (DIN: 09685900) as Independent Director

(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	96	8414473	39.02
Voting at AGM	7	13141645	60.94
TOTAL	103	21556118	99.96

(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	2	8009	0.04
Voting at AGM	0	0	0
TOTAL	2	8009	0.04

(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
TOTAL	0	0

(iv) **Abstain/Less** votes:

Abstain	Less
0	0

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COMPANY SECRETARIES

E.RESOLUTION NO.5: SEPECIAL RESOLUTION

To consider appointment of Mr. ManojKhemka (DIN: 0009686636) as Independent Director

(ii) 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	97	8422473	39.05
Voting at AGM	7	13141645	60.94
TOTAL	104	21564118	99.99

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

Particulars of Voting	Number of members voted	Number of votes cast by the9m	% of total number of valid votes cast
Remote e-Voting	1	9	0.01
Voting at AGM	0	0	0
TOTAL	1	9	0.01

(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
TOTAL	0	0

(iv) **Abstain/Less** votes:

Abstain	Less
0	0

Based on the foregoing, the Resolution No.(s)1 to 5 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 40th Annual General Meeting and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

ASCO

AMIT SAMANI & Co.

COMPANY SECRETARIES

Thanking you,
Sincerely,

AMIT
HASMUKH
SAMANI

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HASMUKH SAMANI
Date: 2022.09.24
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Amit Samani

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

Place: Mumbai
Date : 24th September, 2022
UDIN: F007397D001037811

Countersigned by :

For GALAXY CLOUD KITCHENS LIMITED

SHRUTI
SHRIVAST
AV

Digital Signer: SHRUTI SHRIVASTAV
DN: CN=SHRUTI SHRIVASTAV,
SERIALNUMBER=0c4eb494627983ade2c1d11f643ba770
9252297ad438e09711e096a5e973d60,
S=CHARTISTOS@WV, PostalCode=402001,
Phone=79292325255656884074484847380215c5d89835f
c2d491946184846657ba,
OID.2.5.4.65=5449886E1793ba0973ba05a202627673441
1cb49351324149660e8e42c3, O=Personal, C-IN
Date: 24-09-2022
16:52:38 +05:30

Shruti Shrivastav
Company Secretary



ASCO

1310, Ghanshyam Enclave, Near Laljipada Police Station, Link Road, Kandivali (West), Mumbai 400 067.

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