

General information about company	
Scrip code	506186
NSE Symbol	
MSEI Symbol	
ISIN	INE403B01016
Name of the entity	GALAXY CLOUD KITCHENS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory | Textual Information(1)

Whether the listed entity has a Regular Chairperson

No

Whether Chairperson is related to MD or CEO

No

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr. No.	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN
	SUNIL GOPIKISHAN BIYANI	AAEPB3654R	00006583	Executive Director	Not Applicable		24-10-1969	No				Active	NA		27-05-2011	28-09-2011		142	2	0	3	0	
	RAJESH MITTAL	AAQPM9752M	00231710	Non-Executive - Independent Director	Not Applicable	Shareholder Director	08-01-1964	No				Active	NA		12-08-2019	16-09-2019		43	1	1	2	1	
	NISHANT JITENDRA DHOLAKIA	AEOPD2884F	05200058	Executive Director	Not Applicable		13-12-1974	No				Active	NA		23-05-2022	16-06-2022		10	1	0	0	0	
	SWAPNIL SUBHASH KOTHARI	ALFPK0837K	05235636	Non-Executive - Non Independent Director	Not Applicable		14-03-1971	No				Active	NA		17-03-2022	16-06-2022		12	1	0	2	1	

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
s	DIMPLE AMIT SOMANI	BBEPP8056R	09685900	Non-Executive - Independent Director	Not Applicable	Shareholder Director	08-03-1990	No				Active	NA		24-08-2022	24-09-2022		7	1	1	1	0		
	MANOJ KHEMKA	APAPK3380G	09686636	Non-Executive - Independent Director	Not Applicable	Shareholder Director	05-12-1978	No				Active	NA		24-08-2022	24-09-2022		7	1	1	1	0		

Text Block

Textual Information(1)

Company does not have a regular Chairperson.
However, Board of directors of the Company have a combination of executive and non-executive directors with one woman director and not less than fifty per cent of the board of directors constitute non-executive directors.

Moreover one-third of the total number of directors constitute independent directors.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00231710	RAJESH MITTAL	Non-Executive - Independent Director	Chairperson	16-09-2019		
2	05235636	SWAPNIL SUBHASH KOTHARI	Non-Executive - Non Independent Director	Member	17-03-2022		
3	09686636	MANOJ KHEMKA	Non-Executive - Independent Director	Member	24-08-2022		
4	09685900	DIMPLE AMIT SOMANI	Non-Executive - Independent Director	Member	24-08-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09685900	DIMPLE AMIT SOMANI	Non-Executive - Independent Director	Chairperson	24-08-2022		
2	00231710	RAJESH MITTAL	Non-Executive - Independent Director	Member	16-09-2019		
3	05235636	SWAPNIL SUBHASH KOTHARI	Non-Executive - Non Independent Director	Member	17-03-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05235636	SWAPNIL SUBHASH KOTHARI	Non-Executive - Non Independent Director	Chairperson	17-03-2022		
2	00006583	SUNIL GOPIKISHAN BIYANI	Executive Director	Member	27-05-2011		
3	00231710	RAJESH MITTAL	Non-Executive - Independent Director	Member	16-09-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	05-11-2022				Yes	6	6	3
2		23-01-2023	78		Yes	6	6	3
3		27-03-2023	62		Yes	6	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	05-11-2022				Yes	6	6	3	3
2	Audit Committee	23-01-2023	78			Yes	6	6	3	3
3	Audit Committee	27-03-2023	62			Yes	6	6	3	3
4	Nomination and remuneration committee	05-11-2022				Yes	6	6	3	3
5	Stakeholders Relationship Committee	23-01-2023	78			Yes	6	5	3	2

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	NEELU JAIN
2	Designation	Company Secretary and Compliance Officer

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.galaxycloudkitchens.in
2	Terms and conditions of appointment of independent directors	Yes		www.galaxycloudkitchens.in
3	Composition of various committees of board of directors	Yes		www.galaxycloudkitchens.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.galaxycloudkitchens.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.galaxycloudkitchens.in
6	Criteria of making payments to non-executive directors	Yes		www.galaxycloudkitchens.in
7	Policy on dealing with related party transactions	Yes		www.galaxycloudkitchens.in
8	Policy for determining 'material' subsidiaries	Yes		www.galaxycloudkitchens.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.galaxycloudkitchens.in

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.galaxycloudkitchens.in
11	email address for grievance redressal and other relevant details	Yes		www.galaxycloudkitchens.in
12	Financial results	Yes		www.galaxycloudkitchens.in
13	Shareholding pattern	Yes		www.galaxycloudkitchens.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	Yes		www.galaxycloudkitchens.in
17	Advertisements as per regulation 47 (1)	Yes		www.galaxycloudkitchens.in
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.galaxycloudkitchens.in
21	Materiality Policy as per Regulation 30	Yes		www.galaxycloudkitchens.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.galaxycloudkitchens.in

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	NA	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	NEELU JAIN
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	NEELU JAIN
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)

1. The company has not provided any loan, guarantee/ comfort letter or provided any security to any promoter or any entity controlled by them or to any promoter group or any entity controlled by them or to any Directors (including relatives) or any other entity controlled by them or to any KMP's or any other entity controlled by them during the year under review.
2. The company has not provided any guarantee or security in connection with any loan directly or indirectly taken by any promoter group or any entity controlled by them or any Directors (including relatives) or any other entity controlled by them or any KMP's or any other entity controlled by them during the year under review..

Signatory Details	
Name of signatory	NEELU JAIN
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	10-04-2023

