

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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	SUNIL GOPIKISHAN BIYANI	AAEPB3654R	00006583	Non-Executive - Non Independent Director	Not Applicable		24-10-1969
2	Mr	RAJESH MITTAL	AAQPM9752M	00231710	Non-Executive - Independent Director	Not Applicable		08-01-1964
3	Mr	NISHANT JITENDRA DHOLAKIA	AEOPD2884F	05200058	Executive Director	Not Applicable		13-12-1974
4	Mr	SWAPNIL SUBHASH KOTHARI	ALFPK0837K	05235636	Non-Executive - Non Independent Director	Not Applicable		14-03-1971
5	Ms	DIMPLE AMIT SOMANI	BBEPP8056R	09685900	Non-Executive - Independent Director	Not Applicable		08-03-1990
6	Mr	MANOJ KHEMKA	APAPK3380G	09686636	Non-Executive - Independent Director	Not Applicable		05-12-1978

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors												
Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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
1	NA		27-05-2011	28-09-2011		148	2	0	2	0		
2	NA		12-08-2019	16-09-2019	21-08-2023	48	1	1	2	1		
3	NA		23-05-2022	16-06-2022		16	1	0	0	0		
4	NA		17-03-2022	16-06-2022	17-08-2023	17	1	0	2	1		
5	NA		24-08-2022	24-09-2022		13	2	2	2	0		
6	NA		24-08-2022	24-09-2022	24-09-2023	13	1	1	1	0		

Text Block	
Textual Information(1)	The Company does not have a regular Chairperson. As on the quarter ended 30th September, 2023, the Composition of Board of Directors of the Company is not in compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) due to resignation of three Director(s) during the said quarter. The Company shall make necessary appointment(s) within the prescribed timeline, to comply with the requirements of the SEBI LODR Regulations.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	As on the quarter ended 30th September, 2023, the Composition of (1) Audit Committee (2) Nomination Remuneration and Compensation Committee and (3) Stakeholders Relationship Committee, is not in compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) due to resignation of three Director(s) during the said quarter. The Company shall make necessary appointment(s) within the prescribed timeline, to comply with the requirements of the SEBI LODR Regulations.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					No		
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	21-08-2023	
2	05235636	SWAPNIL SUBHASH KOTHARI	Non-Executive - Non Independent Director	Member	17-03-2022	17-08-2023	
3	09686636	MANOJ KHEMKA	Non-Executive - Independent Director	Member	24-08-2022	24-09-2023	
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	21-08-2023	
3	05235636	SWAPNIL SUBHASH KOTHARI	Non-Executive - Non Independent Director	Member	17-03-2022	17-08-2023	

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					No		
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	17-08-2023	
2	00006583	SUNIL GOPIKISHAN BIYANI	Non-Executive - Non Independent Director	Member	27-05-2011		
3	00231710	RAJESH MITTAL	Non-Executive - Independent Director	Member	16-09-2019	21-08-2023	

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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	24-05-2023				Yes	6	6	3
2		10-08-2023	77		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	24-05-2023				Yes	4	4	3	0
2	Audit Committee	10-08-2023	77			Yes	4	4	3	0
3	Nomination and remuneration committee	24-05-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	10-08-2023	77			Yes	3	3	2	0

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	NA	
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	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Nishant Dholakia
2	Designation	CEO

Text Block	
Textual Information(1)	As on the quarter ended 30th September, 2023, the Composition of Board of Directors of the Company, the Audit Committee, the Nomination, Remuneration and Compensation Committee and Stakeholders Relationship Committee is not in compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) due to resignation of three Director(s) during the said quarter. The Company shall make necessary appointment(s) within the prescribed timeline, to comply with the requirements of the SEBI LODR Regulations.

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	The Chairperson of the Audit Committee resigned as a Director of the Company during the quarter ended 30th September, 2023. The Company shall make necessary appointment within the prescribed timeline, to comply with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	The Chairperson of the Stakeholders Relationship Committee resigned as a Director of the Company during the quarter ended 30th September, 2023. The Company shall make necessary appointment within the prescribed timeline, to comply with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III		
1	Name of signatory	Nishant Dholakia
2	Designation	CEO

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

Text Block	
Textual Information(1)	Not Applicable

Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

Signatory Details	
Name of signatory	Nishant Dholakia
Designation of person	CEO
Place	Mumbai
Date	21-10-2023

