

## 'ANNEXURE B' TO THE BOARD'S REPORT

### EXTRACT OF ANNUAL RETURN

as on the financial year ended March 31, 2021

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies

(Management and Administration) Rules, 2014]

FORM NO. MGT – 9

#### I. Registration and other details

CIN	L15100MH1981PLC024988
Registration Date	13/08/1981
Name of the Company	Galaxy Cloud Kitchens Limited
Category / Sub-Category of the Company	Company having Share Capital
Address of the Registered Office and contact details.	Eyelet House, M.S. Patel Compound, Opp. Shah Industrial Estate, Saki-Vihar, Andheri (East), Mumbai – 400072. Tel. No: 022-2803 9405
Whether Listed Company	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	TSR DARASHAW CONSULTANTS PRIVATE LIMITED (formerly known as TSR Darashaw Limited) C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083. Tel No.: 022-66568484, Email Id: Csg-unit@tcplindia.co.in

#### II. Principal Activities of the Company

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:		
Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
Food & Beverages	107	100%

#### III. Particulars of Holding, Subsidiary and Associate Companies

Name and address of the Company	Corporate Number	Identify	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
NIL	NIL		NIL	NIL	NIL

#### IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

##### i. Category-wise Shareholding -

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Change during the year
A. Promoters									
1) Indian									
a) Individual / HUF	50,000	-	50,000	0.12	50,000	-	50,000	0.11	-0.01
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	1,84,93,957	-	1,84,93,957	44.54	2,19,08,957	-	2,19,08,957	48.76	4.22
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub Total (A)(1)	1,85,43,957	-	1,85.43.957	44.66	2,19.58.957	-	2,19.58.957	48.87	4.21

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>2) Foreign</b>									
a) NRI's- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A)(2)</b>	-	-	-	-	-	-	-	-	-
<b>Total Shareholding of Promoters (A) = (A)(1)+(A)(2)</b>	<b>1,85,43,957</b>	<b>-</b>	<b>1,85,43,957</b>	<b>44.66</b>	<b>2,19,58,957</b>	<b>-</b>	<b>2,19,58,957</b>	<b>48.87</b>	<b>4.21</b>
<b>B. Public Shareholding</b>									
<b>1) Institutions</b>									
a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FII's	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)									
Foreign Portfolio Investors	-	-	-	-	-	-	-	-	-
<b>Sub-Total (B) (1)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>2) Non Institutions</b>									
a) Bodies Corporate	1,75,86,037	100	1,75,86,137	42.35	1,74,95,281	100	1,74,95,381	38.93	-3.42
i. Indian									
ii. Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i. Individual Shareholders holding nominal share capital upto ₹ 1 lakh	14,21,181	42,191	14,63,372	3.52	14,19,992	42,191	14,62,183	3.25	-0.27
ii. Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh	36,31,314	18,000	36,49,314	8.79	33,72,252	18,000	33,90,252	7.54	-1.25

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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others (specify)									
i. Non-Resident Indian (Repat)	19,421	-	19,421	0.05	33,698	-	33,698	0.09	0.04
ii. Non-Resident Indian (Non-Repat)	74,002	-	74,002	0.18	86,529	-	86,529	0.19	0.01
iii. Clearing Member	5,852	-	5,852	0.01	28,237	-	28,237	0.06	0.05
iv. Directors & Relative	-	-	-	-	-	-	-	-	-
v. Trusts	-	-	-	-	-	-	-	-	-
vi. Hindu Undivided Family	1,80,619	-	1,80,619	0.43	4,82,437	-	4,82,437	1.07	0.64
<b>Sub-Total (B) (2)</b>	<b>2,29,18,426</b>	<b>60,291</b>	<b>2,29,78,717</b>	<b>55.34</b>	<b>2,29,18,426</b>	<b>60,291</b>	<b>2,29,78,717</b>	<b>51.13</b>	<b>-4.21</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>2,29,18,426</b>	<b>60,291</b>	<b>2,29,78,717</b>	<b>55.34</b>	<b>2,29,18,426</b>	<b>60,291</b>	<b>2,29,78,717</b>	<b>51.13</b>	<b>-4.21</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grant Total (A+B+C)</b>	<b>3,85,22,312</b>	<b>60,291</b>	<b>4,15,22,674</b>	<b>100.00</b>	<b>4,48,77,383</b>	<b>60,291</b>	<b>4,49,37,674</b>	<b>100.00</b>	<b>0.00</b>

**Note:** During the F.Y. 2020-21, the Committee of Directors at their meeting held on August 11, 2020 had made allotment of 34,15,000 Equity shares of ₹ 10/- at a premium of ₹ 20/- each fully paidup pursuant to conversion of outstanding 34,15,000 Compulsorily Convertible Debentures (CCDs) out of 38,00,000 CCDs at a conversion price of ₹ 30/- each.

## ii. Shareholding of Promoters

Name of Shareholder	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in Shareholding during the year
	Number of Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	Number of Shares	% of Total Shares of the Company	% of Shares Pledged / Encumbered to total shares	
Future Enterprises Limited(#)	61,22,935	14.75	-	83,69,819	18.63	-	3.88
Central Departmental Stores Private Limited (#)	81,89,794	19.72	-	93,57,910	20.82	-	1.10
Bellona Hospitality Services Limited	36,86,491	8.88	-	36,86,491	8.20	-	-0.68
Ashbee Investments & Finance Private Limited	3,50,000	0.84	-	3,50,000	0.78	-	-0.06
Senior Advisory Services Private Limited	97,237	0.23	-	97,237	0.22	-	-0.01
Atul Ashok Ruia	50,000	0.12	-	50,000	0.11	-	-0.01
Ashok Apparels Private Limited	47,500	0.11	-	47,500	0.11	-	-0.01
<b>Total</b>	<b>1,85,43,957</b>	<b>44.66</b>	<b>-</b>	<b>2,19,58,957</b>	<b>48.87</b>	<b>-</b>	<b>4.21</b>

(#) During the F.Y. 2020-21, the Committee of Directors at their meeting held on August 11, 2020 had made allotment of 34,15,000 Equity shares of ₹ 10/- each fully paidup at a premium of ₹ 20/ each, pursuant to conversion of outstanding 34,15,000 Compulsorily Convertible Debentures (CCDs) out of 38,00,000 CCDs at a conversion price of ₹ 30/- each.

## iii. Changes in Promoters Shareholding (Please specify, if there is no change)

	Shareholders Name	Shareholding at the beginning of the year 01.04.2020		Date	Increase/ Decrease in shareholding	Reason	Shareholding at the end of the year 31.03.2021	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
1.	Future Enterprise Limited	61,22,935	14.75	Note 1	1.95	Note 1	83,69,819	18.63
2.	Central Departmental Stores Private Limited	81,89,794	19.72	Note 1	3.04	Note 1	93,57,910	20.82
3.	Bellona Hospitality Services Limited	36,86,491	8.88	Note 1	-0.67	Note 1	36,86,491	8.20
4.	Ashbee Investments & Finance Private Limited	3,50,000	0.84	Note 1	-0.07	Note 1	3,50,000	0.78
5.	Senior Advisory Services Private Limited	97,237	0.23	Note 1	-0.02	Note 1	97,237	0.22
6.	Atul Ashok Ruia	50,000	0.12	Note 1	-0.01	Note 1	50,000	0.11
7.	Ashok Apparels Private Limited	47,500	0.11	Note 1	-0.01	Note 1	47,500	0.11
	<b>Total</b>	<b>1,85,43,957</b>	<b>44.66</b>		<b>4.21</b>		<b>2,19,58,957</b>	<b>48.87</b>

Note 1. Dilution of % of shareholding pursuant to conversion of outstanding 34,15,000 Compulsorily Convertible Debentures (CCDs) out of 38,00,000 CCDs into 34,15,000 Equity shares of ₹ 10/- each fully paidup at a conversion price of ₹ 30/- each fullypaid by Committee of Directors at their meeting held on August 11, 2020.

## iv. Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1. Habitat Apartments Private Limited	56,00,000	13.49	56,00,000	12.46
2. Abacus Realty Logistics Private Limited	49,00,000	11.80	49,00,000	10.90
3. Darshita Landed Property LLP	33,33,924	8.03	33,33,924	7.42
4. Eclipse Trades Private Limited	10,29,432	2.48	10,29,432	2.29
5. Vikas Khushal Pincha	10,15,011	2.44	10,15,011	2.26
6. Merlin Enclaves Private Limited	8,95,626	2.16	8,95,626	1.99
7. Coppola Holdings Private Limited	8,27,181	1.84	8,27,181	1.84
8. Sanjay Dhanuka	7,00,000	1.69	7,00,000	1.56
9. Ashwarya Vikas Pincha	4,93,005	1.10	4,93,005	1.10
10. Osian Townships And Resorts Private Limited	4,91,005	1.18	4,91,005	1.09

## v. Shareholding of Directors and Key Managerial Personnel:

Each of the Directors and KMP	Shareholding at the beginning of the year.		Cumulative Shareholding during the year	
	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
At the beginning of the year	-	-	-	-
Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/sweat equity etc):	-	-	-	-
At the end of the year	-	-	-	-

## V. INDEBTEDNESS –

### Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i. Principal Amount	-	-	-	-
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (i + ii + iii)</b>	-	-	-	-
<b>Change in Indebtedness during the financial year</b>				
i. Addition	-	-	-	-
ii. Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i. Principal Amount	-	-	-	-
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (i + ii + iii)</b>	-	-	-	-

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (₹ In Lakhs)

S . No	Particulars of Remuneration	Mr. Arvind Agrawal
1)	Gross Salary	
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	20.58
	b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-
	c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-
2)	Stock Options	-
3)	Sweat Equity	-
4)	Commission	
	- as % of profit	-
	- as others specify	-
5)	Others , Please specify	-
	<b>Total A</b>	<b>20.58</b>

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## B. Remuneration to other Directors:

(Amt in ₹)

S . No	Particulars of Remuneration	Fee for attending board / committee Meetings	Commission	Others, please specify	Total Amount
1.	Independent Directors 1. Mrs. Udit Jhunjhunwala 2. Mr. Sharad Rustagi 3. Mr. Rajesh Mittal	2,35,000 2,35,000 2,45,000	-	-	2,35,000 2,35,000 2,45,000
	Total (1)	7,15,000	-	-	7,15,000
2.	Other Non- Executive Directors 1. Mr. Sunil Biyani 2. Mr. Swapnil Kothari	1,00,000 2,35,000	-	-	1,00,000 2,35,000
	Total (2)	3,35,000	-	-	3,35,000
	Total (B) = (1+2)	10,50,000	-	-	10,50,000
	Total Managerial Remuneration	10,50,000			10,50,000
	Overall Ceiling as per the Act	Sitting fees is paid within the limit specified under the Companies Act, 2013.			

## C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(₹ in lakhs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		Mr. Atul Joshi	Mrs. Suchita Rajput
1.	Gross salary	21.40	5.48
	a. Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-
	b. Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-
	c. Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission as % of profit	-	-
5.	Others, Allowances	-	-
	Total	20.40	5.48

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2021.