



30th September, 2024

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

Ref: Scrip Code: BSE – 506186

Sub: Disclosure of Voting Results of Annual General Meeting and Scrutinizer's Report.

Dear Sir/ Madam,

Further to our letter dated 30th September, 2024 in respect of the proceedings of the Annual General Meeting ("AGM") of the Company held on Monday, 30th September, 2024 at 02:00 PM (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), please find enclosed herewith the following:

- (a) Results of Voting pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (b) Report of Scrutinizer dated 30th September, 2024 pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

We request you to take the above on your records.

Thanking You,

Yours faithfully,
For **Galaxy Cloud Kitchens Limited**

Harsh Joshi
Company Secretary and Compliance Officer

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:

PART - A

| | |
|---|----------------------------------|
| Date of Annual General Meeting | 30 th September, 2024 |
| Total no. of Shareholders as on cut-off date (23 rd September, 2024) | 3760 |
| No. of shareholders present in meeting either in person or through proxy | |
| Promoter and Promoter group | Not Applicable |
| Public | Not Applicable |
| Total | Not Applicable |
| No. of shareholders attended the meeting through video conferencing*: | |
| Promoter and Promoter group | 1 |
| Public | 24 |
| Total | 25 |

* Video Conferencing includes video Conferencing (VC)/Other Audio Video Means (OAVM)

CIN: L15100MH1981PLC024988

Registered Office Knowledge House, Shyam Nagar Off Jogeshwari-Vikhroli Link Road, Jogeshwari (East), Mumbai 400060.

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PART - B

| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, 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 | 17727729 | 9357910 | 52.7869 | 9357910 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 17727729 | 9357910 | 52.7869 | 9357910 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | | | | | | |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | | | | | | |
| Public- Non Institutions | E-Voting | 27209945 | 11301770 | 41.5354 | 11301698 | 72 | 99.9994 | 0.0006 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 27209945 | 11301770 | 41.5354 | 11301698 | 72 | 99.9994 | 0.0006 |
| Total | | 44937674 | 20659680 | 45.9741 | 20659608 | 72 | 99.9997 | 0.0003 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |

| 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 | 17727729 | 9357910 | 52.7869 | 9357910 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 17727729 | 9357910 | 52.7869 | 9357910 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | | | | | | |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | | | | | | |
| Public- Non Institutions | E-Voting | 27209945 | 11301770 | 41.5354 | 11301698 | 72 | 99.9994 | 0.0006 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 27209945 | 11301770 | 41.5354 | 11301698 | 72 | 99.9994 | 0.0006 |
| Total | | 44937674 | 20659680 | 45.9741 | 20659608 | 72 | 99.9997 | 0.0003 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |

| Resolution (3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve the appointment of Statutory Auditors of the Company and to fix their remuneration. | | | | |
| 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 | 17727729 | 9357910 | 52.7869 | 9357910 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 17727729 | 9357910 | 52.7869 | 9357910 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | | | | | | |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | | | | | | |
| Public- Non Institutions | E-Voting | 27209945 | 11301770 | 41.5354 | 11301698 | 72 | 99.9994 | 0.0006 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 27209945 | 11301770 | 41.5354 | 11301698 | 72 | 99.9994 | 0.0006 |
| Total | | 44937674 | 20659680 | 45.9741 | 20659608 | 72 | 99.9997 | 0.0003 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |

| Resolution (4) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/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)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 17727729 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 17727729 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | | | | | | | |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | | | | | | |
| Public- Non Institutions | E-Voting | 27209945 | 11301770 | 41.5354 | 11301598 | 172 | 99.9985 | 0.0015 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 27209945 | 11301770 | 41.5354 | 11301598 | 172 | 99.9985 | 0.0015 |
| Total | | 44937674 | 11301770 | 25.1499 | 11301598 | 172 | 99.9985 | 0.0015 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |

AMIT SAMANI & Co.
COMPANY SECRETARIES

COMBINED SCRUTINIZERS' REPORT

ON

REMOTE E-VOTING AND VOTING AT AGM

CONDUCTED AT THE 42nd ANNUAL GENERAL MEETING OF

GALAXY CLOUD KITCHENS LIMITED

HELD ON 30TH SEPTEMBER, 2024

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HASMUKH
SAMANI

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 42nd Annual General Meeting of the Equity Shareholders of Galaxy Cloud Kitchens Limited held on Monday, 30th day of September 2024 at 02.00 p.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 e-voting process and e-voting done at the 42nd Annual General Meeting ("AGM") of Galaxy Cloud Kitchens Limited (CIN: L15100MH1981PLC024988) ("the Company") held on Monday, 30th September, 2024 at 02.00 p.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Amendment Rules, 2015 and General Circular No. 9/2023 dated 25th September, 2023 read with General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021 and General Circular No. 20/2021 dated 8th December, 2021 (collectively referred to as "MCA Circulars") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, on the resolutions contained in the Notice calling the said AGM :

- 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 42nd 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, 25th September, 2024 from 9.00 a.m and concluded on Sunday, 29th September, 2024 at 5.00 p.m.

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- d) The Equity Shareholders holding shares as on 23rd September, 2024, "Cut off date" were entitled to vote on the resolutions stated in the Notice calling the 42nd Annual General Meeting of the Company
- e) At the 42nd Annual General Meeting of the Company held on 30th September, 2024, 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 30th September, 2024, 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 42nd 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 30.09.2024 at 02.56 p.m after the conclusion of AGM
- l) The consolidated result of the voting is as under:

ORDINARY BUSINESS

A. RESOLUTION NO.1 – ORDINARY RESOLUTION

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, the reports of the Board of Directors and auditors thereon;

- (i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 93 | 20659608 | 99.99 |

- (ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 2 | 72 | 0.01 |

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(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

(iv) Abstain/Less votes:

| Abstain | Less |
|---------|------|
| 0 | 0 |

B. RESOLUTION NO.2: ORDINARY RESOLUTION

To appoint a Director in place of Mr. Sunil Biyani (DIN: 00006583), who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 93 | 20659608 | 99.99 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 2 | 72 | 0.01 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

(iv) Abstain/Less votes:

| Abstain | Less |
|---------|------|
| 0 | 0 |

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SAMANI

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COMPANY SECRETARIES

C RESOLUTION NO.3: ORDINARY RESOLUTION

To consider and approve the appointment of Statutory Auditors of the Company and to fix their remuneration.

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 93 | 20659608 | 99.99 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 2 | 72 | 0.01 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

(iv) Abstain/Less votes:

| Abstain | Less |
|---------|------|
| 0 | 0 |

SPECIAL BUSINESS

D RESOLUTION NO.4: ORDINARY RESOLUTION

Approval for Material Related Party Transaction(s).

(i) Voted in favour of the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 91 | 11301598 | 99.99 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 3 | 172 | 0.01 |

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(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

(iv) Abstain/Less votes:

| Abstain | Less |
|---------|------|
| 0 | 0 |

Based on the foregoing, the Resolution No.(s)1 to 4 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 42nd Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe keeping.

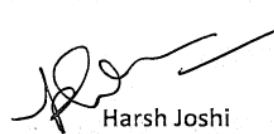
Thanking you,
Sincerely,

AMIT
HASMUKH
SAMANI

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

Countersigned by :

For GALAXY CLOUD KITCHENS LIMITED



Harsh Joshi
Company Secretary & Compliance Officer

Place: Mumbai
Date : 30th September, 2024
UDIN: F007397F001383772