



24<sup>th</sup> October, 2024

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**Scrip Code: 506186**

Dear Sir / Madam

**Sub: Outcome of Board Meeting in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto**

Please note that the Board of Directors of the Company have at their meeting held today i.e. Thursday, 24<sup>th</sup> October, 2024, *inter alia* considered and approved the following:

- 1) Un-audited Financial Results of the Company for the quarter and half year ended 30<sup>th</sup> September, 2024 along with the Limited Review Report of the Statutory Auditors thereon. A copy of the Un-audited Financial Results and the Limited Review Report for the quarter and half year ended 30<sup>th</sup> September, 2024 is enclosed herewith.
- 2) Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please be informed that the Directors of the Company have passed a resolution to increase the authorized share capital of the Company from Rs.65,00,00,000/- divided into 6,50,00,000 equity shares of Rs.10/- each to Rs.100,00,00,000/- divided into 10,00,00,000 equity shares of Rs.10/- each vis-à-vis the amendment of corresponding clause of the Memorandum of Association, subject to the approval of the shareholders.

The Company will take necessary steps to seek the approval of the shareholders for the aforesaid matter and requisite notice of the meeting/ postal ballot will be submitted to the Stock Exchanges in due course in compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- 3) Based on the recommendation of the Nomination, Remuneration and Compensation Committee and approval from the Audit Committee, appointment of Mr. Prince Singh as Chief Financial Officer and Key Managerial Personnel of the Company with effect from October 24, 2024.

**Brief Profile of Mr. Prince Singh**

Mr. Prince Singh holds a Bachelors' degree in Commerce (Accounting & Finance) and has around 12.5 years of experience in Accounts, Audit and Finance matters. He has been associated with the Company since May 2022 and was designated as Commercial Manager - Finance of the Company. He was further appointed as Deputy Chief Financial Officer of

**CIN: L47110MH1981PLC024988**

**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



the Company in May 2023. He comes with diverse experience in accounting and finance related formats and has an in-depth practical understanding of the business.

Further, please note that Mr. Prince Singh has been severally authorised for making disclosures to the Stock Exchanges under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Contact details of Mr. Prince Singh:

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

Tel No: + 91 22 4055 2200/ Fax No: +9 1 22 4055 2201

Email: [prince.singh@galaxycloudkitchens.in](mailto:prince.singh@galaxycloudkitchens.in)

- 4) Discussed and approved the proposed fund raising by way of an issuance of equity shares of face value of INR 10/- each of the Company to its eligible equity shareholders on a rights basis ("Rights issue") for a value not exceeding INR 50 Crore, subject to receipt of necessary approvals from regulatory authorities, as applicable and in accordance with applicable provisions of the Companies Act, 2013, as amended, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws.

The Board of Directors have further authorised the 'Committee of Directors' to decide on the matters relating to Right Issue which includes, inter-alia for approval of the Draft Letter of Offer, Letter of Offer along with any amendments, supplements, notices or corrigenda thereto, approval of pricing and terms of the equity shares, right entitlement ratio, date of on-market renunciation, the bid-issue opening and closing date, discount (if any) and all other related matters, including the determination of the minimum subscription for the issue, appointment of lead managers, Registrar and share transfer agents, legal counsel, advisors and other intermediaries in accordance with applicable laws.

In compliance with the SEBI Circular dated July 13, 2023 bearing reference number SEBI/HO/CEFD/CFD-PoD- 1/P/CIR/2023/123, we are annexing the additional details in relation to the aforementioned outcome in Annexure A.

The Meeting of the Board of Directors commenced at 01:15 PM and concluded at 02:40 PM.

Kindly take the above information on your records.

**For Galaxy Cloud Kitchens Limited**

**Harsh Joshi**

**Company Secretary & Compliance Officer**

Encl: as above

**CIN: L47110MH1981PLC024988**

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

Tel: 022 2803 9405 Email: [investors@galaxycloudkitchens.in](mailto:investors@galaxycloudkitchens.in) Website: [www.galaxycloudkitchens.in](http://www.galaxycloudkitchens.in)

**Annexure – A**

**Details under Regulation 30 read with Para A(2) of Part A of Schedule III of the Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated July 13, 2023:**

<b>Fund raising by way of an issuance of equity shares (“Rights Issue”)</b>		
<b>Sr. No.</b>	<b>Particulars</b>	<b>Remarks</b>
1.	type of securities proposed to be issued	Equity Shares having a face value of INR 10/- each.
2.	type of issuance	Rights Issue
3.	total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Issuance of equity shares of face value of INR 10/- each of the Company to its eligible equity shareholders on a rights basis (“Rights issue”) for a value not exceeding INR 50 Crore
4.	in case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s)	Not Applicable
5.	in case of bonus issue the listed entity shall disclose the following additional details to the stock exchange(s)	Not Applicable
6.	in case of issuance of depository receipts (ADR/GDR) or FCCB the listed entity shall disclose following additional details to the stock exchange(s):	Not Applicable
7.	in case of issuance of debt securities or other non- convertible securities the listed entity shall disclose following additional details to the stock exchange(s):	Not Applicable
8.	any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

*Handwritten signature*

**CIN: L47110MH1981PLC024988**

**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

## Galaxy Cloud Kitchens Limited

CIN: L47110MH1981PLC024988

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

Email : investors@galaxycloudkitchens.in, Tel: 022-28039405

Statement of Financial Results for the Quarter and Half Year ended September 30, 2024

(Rs. in Lakhs)

Sr. No.	Particulars	Quarter Ended			Half Year ended		Year Ended
		September-30-2024	June-30-2024	September-30-2023	September-30-2024	September-30-2023	March-31-2024
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	<b>Income from operations</b>						
	(a) Revenue from operations	573.91	139.13	0.00	713.04	0.00	0.00
	(b) Other Income	3.49	0.83	0.79	4.32	1.82	7.19
	<b>Total Income from operations</b>	<b>577.40</b>	<b>139.96</b>	<b>0.79</b>	<b>717.36</b>	<b>1.82</b>	<b>7.19</b>
2	<b>Expenses</b>						
	(a) Cost of materials consumed	209.80	80.29	0.00	290.08	0.00	0.00
	(b) Employee benefits expense	33.14	19.42	23.27	52.56	48.01	74.85
	(c) Finance costs	52.64	40.71	24.05	93.35	43.94	116.40
	(d) Depreciation and amortisation expense	9.07	1.87	0.00	10.95	0.00	0.00
	(e) Other expenses	34.52	33.12	6.25	67.64	19.92	84.19
	<b>Total expenses</b>	<b>339.17</b>	<b>175.41</b>	<b>53.57</b>	<b>514.58</b>	<b>111.87</b>	<b>275.44</b>
3	<b>Profit/(Loss) from ordinary activities before tax (1-2)</b>	<b>238.23</b>	<b>(35.45)</b>	<b>(52.78)</b>	<b>202.78</b>	<b>(110.05)</b>	<b>(268.25)</b>
4	Tax expense	-	-	-	-	-	-
5	<b>Net Profit/(Loss) for the year from continuing operation (3-4)</b>	<b>238.23</b>	<b>(35.45)</b>	<b>(52.78)</b>	<b>202.78</b>	<b>(110.05)</b>	<b>(268.25)</b>
6	Net Profit/(Loss) for the year from Discontinued operation	(12.17)	(195.91)	(252.65)	(208.08)	(437.67)	(1,154.77)
7	<b>Net Profit / (Loss) for the period (5-6)</b>	<b>226.06</b>	<b>(231.36)</b>	<b>(305.43)</b>	<b>(5.30)</b>	<b>(547.72)</b>	<b>(1423.02)</b>
8	Other comprehensive income/(loss), net of income tax						
	A. Items that will not be reclassified to profit or loss	-	-	-	-	-	7.08
	B. Items that will be reclassified to profit or loss	-	-	-	-	-	-
	<b>Total other comprehensive income/(Loss), net of income tax</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7.08</b>
9	<b>Total comprehensive income/(Loss) for the period (7-8)</b>	<b>226.06</b>	<b>(231.36)</b>	<b>(305.43)</b>	<b>(5.30)</b>	<b>(547.72)</b>	<b>(1415.94)</b>
10	Paid-up Equity Share Capital (Face value of Rs. 10/- each)	4493.77	4493.77	4493.77	4493.77	4493.77	4493.77
11	Other Equity	-	-	-	(6,641.45)	(5,767.93)	(6,636.15)
12	Earnings per share (of Rs.10/- each) (not annualised):						
	for continuing operations- Basic	0.53	(0.08)	(0.12)	0.45	(0.24)	(0.60)
	for continuing operations- Diluted	0.48	(0.08)	(0.12)	0.41	(0.24)	(0.60)
	for discontinued operations - Basic	(0.03)	(0.44)	(0.56)	(0.46)	(0.97)	(2.57)
	for discontinued operations - Diluted	(0.02)	(0.44)	(0.56)	(0.42)	(0.97)	(2.57)
	<b>for continuing &amp; discontinued operations- Basic</b>	<b>0.50</b>	<b>(0.51)</b>	<b>(0.68)</b>	<b>(0.01)</b>	<b>(1.22)</b>	<b>(3.17)</b>
	<b>for continuing &amp; discontinued operations- Diluted</b>	<b>0.45</b>	<b>(0.51)</b>	<b>(0.68)</b>	<b>(0.01)</b>	<b>(1.22)</b>	<b>(3.17)</b>
	See accompanying note to the financial results						

## Statement of Assets &amp; Liabilities

(Rs. in Lakhs)

Particulars	Unaudited	Audited
	As at September 30, 2023	As at March 31, 2024
<b>ASSETS</b>		
<b>1. Non Current Assets</b>		
Property, Plant and Equipment	176.19	91.53
Right to use asset	229.86	-
Financial Assets		
Other Non Current Financial Assets	19.16	96.93
<b>Total Non-Current Assets</b>	<b>425.21</b>	<b>188.46</b>
<b>2. Current Assets</b>		
Inventories	127.86	7.80
Financial Assets		
Trade Receivables	32.46	15.56
Cash and Cash Equivalents	128.72	27.65
Other financial asset	7.37	40.25
Other Current Assets	152.78	121.42
Assets held for Sale	18.05	62.30
<b>Total Current Assets</b>	<b>467.24</b>	<b>274.98</b>
<b>Total Assets</b>	<b>892.45</b>	<b>463.44</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity Share Capital	4,493.77	4,493.77
Other Equity	(6,641.45)	(6,636.16)
<b>Total Equity</b>	<b>(2,147.68)</b>	<b>(2,142.39)</b>
<b>Liabilities</b>		
<b>1. Non Current Liabilities</b>		
Financial Liabilities :		
Non Current Borrowings	788.35	202.59
Lease Liabilities	201.35	-
Non Current Provisions	5.19	5.94
<b>Total Non-Current Liabilities</b>	<b>994.89</b>	<b>208.53</b>
<b>2. Current Liabilities</b>		
Financial Liabilities		
Current Borrowings	1,056.72	1,534.35
Lease Liability	33.41	-
Other Current Financial Liabilities	196.88	163.29
Trade Payable	663.03	671.29
Other Current Liabilities	95.07	28.24
Current Provisions	0.13	0.13
<b>Total Current Liabilities</b>	<b>2,045.24</b>	<b>2,397.30</b>
<b>Total Equity and Liabilities</b>	<b>892.45</b>	<b>463.44</b>

## Statement Of Cash Flow For Period Ended September 30th, 2024

(Rs. in Lakhs)

Particulars	As at September 30, 2024 (Unaudited)	As at March 31, 2024 (Audited)
<b>A Cash Flow from operating activities</b>		
Loss before income tax	(5.30)	(1,423.02)
Interest income	(0.95)	(7.19)
Debit/Credit balance written Back/off(net)	(4.80)	(294.81)
Depreciation and amortization expenses	15.85	176.51
Finance costs	87.37	128.14
Loss/ (Profit) on sale/Scrap/discard of fixed assets	96.40	605.97
Provision for doubtful debts	-	186.90
Inventory written Off/Damaged	-	41.20
Gain on termination of lease asset	-	(11.88)
<b>Operating Cash Profit/(Loss) before Working Capital Changes</b>	<b>188.56</b>	<b>(598.17)</b>
<b>Change in operating assets and liabilities</b>		
(Increase)/decrease in trade receivables	(16.91)	138.67
(Increase)/decrease in inventories	(120.06)	94.18
(Increase)/decrease in other financial and other assets	108.58	147.06
Increase/(decrease) in trade payables, other liabilities and provisions	9.11	(824.25)
<b>Cash outflow from operations</b>	<b>169.26</b>	<b>(1042.50)</b>
(Taxes paid)/Refund (net)	(30.25)	(19.44)
<b>Net cash inflow/(outflow) from operating activities</b>	<b>139.01</b>	<b>(1061.94)</b>
<b>B Cash inflow from investing activities:</b>		
Sale proceeds of property, plant and equipment, Right of use Assets	1.69	129.57
Purchase of property, plant and equipment	(147.62)	(23.77)
Interest received	0.08	-
<b>Net cash inflow/(outflow) from investing activities</b>	<b>(145.85)</b>	<b>105.80</b>
<b>C Cash outflow from financing activities</b>		
Proceeds/ (Repayment) from/ (of) borrowings (net)	(401.20)	986.08
Proceeds from Compulsorily Convertible Debentures	532.40	-
Interest paid	(0.23)	(14.12)
<b>Net cash inflow/(outflow) from financing activities</b>	<b>130.97</b>	<b>971.95</b>
Net increase/(decrease) in cash and cash equivalents	124.13	15.81
Add: Cash and cash equivalents at the beginning of the financial year	4.59	(11.22)
<b>Cash and cash equivalents at the end of the year</b>	<b>128.72</b>	<b>4.59</b>
Notes :		
Cash and Cash Equivalent as per above comprises of the following		<i>(Rs. in Lakhs)</i>
Particulars	As at September 30, 2024 (Unaudited)	As at March 31, 2024 (Audited)
Cash and Cash Equivalents	128.72	27.65
Bank Overdraft	-	(23.06)
<b>Balance as per statement of Cash Inflows</b>	<b>128.72</b>	<b>4.59</b>

**Notes to the financial results:**

- 1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on October 24th, 2024. A Limited review of the above results has been carried out by the Statutory Auditor.
- 2 This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- 3 The Company has only one active business segment i.e. "Dealing and Trading in Food & Beverages".
- 4 Government of India's Code for Social Security 2020 ('the Code') received assent from the President in September 2020. However, the date from when the Code will become applicable and the rules have not been notified. The Company will assess the impact of the Code and account for the same once the Code becomes effective and rules are notified.
- 5 The entire networth of the Company has been eroded due to losses incurred in the Previous Years, and its current liabilities exceeds its current assets which indicate a material uncertainty exists that may cast a significant doubt on the Company's ability to continue as a going concern. The Company is committed to improve its operational efficiency and has taken various initiatives to boost sales and reduce cost as well as diversify its business activities in Super Market stores operations areas which can generate positive cash flows. The company has already recognised all provision requirements considering the legacy issues of discontinued business activities in the quarter under review. The initiatives taken by management has started giving positive result and the management is confident that the networth will turn positive in the near future and yield sustainable cash flows to meet all its obligations. Accordingly, the financials of the Company have been prepared on going concern basis, Company is ordinarily viewed as continuing in business for the foreseeable future with neither the intention nor the necessity of liquidation, ceasing trading or seeking protection from creditors pursuant to laws or regulations.
- 6 The Company has shutdown the commissary unit operating at the "13, Veerasandra Industrial Area, 19th KM, Hosur Road, Bengaluru 560100, in Karnataka" with effect from October 12th, 2022. Accordingly Profit/(loss) from the division has been shown as discontinued operation in all the reported periods/year and Fixed assets of this division are classified as held for sale in the previous year. The Company has made the necessary accounting related as per the IND AS 105 and IND AS 36. Also assets held for sale transaction could not be completed in financial year 2023-24 due to union legal dispute.
- 7 The Company has also shutdown the commissary unit operating at the "Eyelet House, Saki Vihar Road, Opp. Shah Industrial Estate, Andheri(East), Mumbai 400072, Maharashtra" with effect from January 31st, 2024. Accordingly Profit/(loss) from the division has been shown as discontinued operation in all the reported periods/year and Fixed assets of this division are classified as held for sale in the previous year. The Company has made the necessary accounting related as per the IND AS 105 and IND AS 36.
- 8 The Company has also shutdown the commissary unit operating at the "76/F, Phase IV, Udyog Vihar, Sector 18, Gurugram, Haryana, 122015 " with effect from September 30th, 2024. Accordingly Profit/(loss) from the division has been shown as discontinued operation in all the reported periods/year. The Company has made the necessary accounting related as per the IND AS 105 and IND AS 36.
- 9 Pursuant to Regulation 52(7) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, we hereby confirm that issue proceeds of Compulsory Convertible Debentures (CCDs) issued by the Company have been utilized as per the objects stated in the offer document. Further, we also confirm that there have been no deviations, in the use of proceeds of issue of CCDs from the objects stated in the offer document.
- 10 The contingent Liability amounting to Rs 256.53 Lakh relates to the employees of closed Bangalore Commissary which is yet to be finalised. The company has made a provision of Rs. 80.25 Lakh for possible partial settlement arrived at as per negotiation being done. The company has already made some payment towards this obligation.
- 11 The loss from discontinued operations for the half year period ended 30.09.2024 includes Rs 26.42 Lakh being loss from impairment of Fixed assets at Mumbai Commissary and Rs. 69.98 Lakh being loss on account of termination of lease at Gurugram Commissary.

12 Figures for the corresponding previous periods / year have been regrouped / reclassified wherever necessary.

13 The aforesaid results have been filed with Stock Exchange under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are also available on the Stock Exchange website at [www.bseindia.com](http://www.bseindia.com) and on website of the Company at [www.galaxycloudkitchens.in](http://www.galaxycloudkitchens.in).

**On Behalf of the Board of Directors  
For Galaxy Cloud Kitchens Limited**

*Pinki Dixit*



**Pinki Dixit  
Whole time Director  
DIN: 10469085**

**Place : Delhi**

**Date : October 24th, 2024**





**Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)**

The Board of Directors  
Galaxy Cloud Kitchens Limited

1. We have reviewed the accompanying statement of unaudited financial results ('the statement') of **GALAXY CLOUD KITCHENS LIMITED** ("the Company") for the quarter ended 30<sup>th</sup> September and the year to date results for the period 1<sup>st</sup> April 2024 to 30<sup>th</sup> September 2024 being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) including relevant circulars issued by the SEBI from time to time.
2. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors, which have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 'Internal Financial Reporting' (Ind AS 34), prescribed under Section 133 of the Companies Act, 2013 as amended (the 'Act') read with relevant rules issued there under and other accounting principles generally accepted in India and is in compliance with the preparation and disclosure requirements of Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.



5. *Material uncertainty Related to Going Concern: As stated in note No. 5, to the results the entire net worth of the Company has been eroded due to losses incurred and its current liabilities exceed its current assets, these events or conditions indicate that material uncertainty exists that may cast a significant doubt on the company's ability to continue as a going concern.*

*Our opinion is not modified in respect of above matter.*

6. As per Note 8 of the financials results, the company has discontinued its operations from its Commissary Unit at Gurugram (Haryana) with effect from 30<sup>th</sup> September 2024. Accordingly, the profit/(loss) from that division has been shown 'from discontinued operations' in the statement of profit & loss as a single line item and net profit & loss of that division for the corresponding previous periods have also been shown as single line item in the statement of profit & loss for the period.
7. A) The comparative financial results of the Company as stated in the Statement for the quarter ended 30<sup>th</sup> June 2024 and quarter/half year ended 30<sup>th</sup> September 2023 prepared in accordance with the Indian Accounting Standards were reviewed by the predecessor auditors' who expressed an unmodified conclusion on those financial results vide their report dated August 12, 2024 and November 14, 2023 respectively.
- B) The Statement also includes figures of the Company for the year ended March 31, 2024, audited by the predecessor auditors' who expressed an unmodified opinion on those financial results vide their report dated May 24, 2024.

Our conclusion on the Statement is not modified in respect of these matters.

For Yogesh Kansal & Company  
Chartered Accountants  
FRN: 507136C



(CA Yogesh Kansal)  
Partner  
M. No. 085924  
UDIN: 24085924BKBNXV9015

Place: Delhi  
Dated: 24.10.2024