

September 17, 2019

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

Script code: 506186

Dear Sir,

**Sub: Regulation 30 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Cessation of Directorship of Mr. Rajneesh Agarwal.**

With reference to the above subject, please note that Mr. Rajneesh Agarwal retired from the Board w.e.f. September 17, 2019 on account of completion of his term of appointment. Mr. Rajneesh Agarwal, has conveyed his desire not to seek re-appointment as Independent Director of the Company for the second term. Accordingly, the tenure of Mr. Rajneesh Agarwal as Director of the Company shall come to end w.e.f. September 17, 2019.

Kindly take the same on record.

Yours faithfully,

**For Galaxy Cloud Kitchens Limited**



**Suchita Rajput**  
**Company Secretary**

(Formerly Known as **Galaxy Entertainment Corporation Limited**)

**CIN : L15100MH1981PLC024988**

**Registered Office :** Eyelet House, M.S. Patel Compound, Near John Baker Bus Stop, Opp. Shah Industrial Estate, Saki - Vihar Road, Saki Naka, Andheri (East), Mumbai - 400 072.

Tel: 022 6199 4412 • Email: [investors@galaxycloudkitchens.in](mailto:investors@galaxycloudkitchens.in) • Website: [www.galaxycloudkitchens.in](http://www.galaxycloudkitchens.in)

September 17, 2019

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

Dear Sirs,

**Sub: Outcome of 37<sup>th</sup> Annual General Meeting (AGM) of the Company.**

**Ref: Scrip Code: BSE – 506186**

With reference to the above, please note that the 37<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, September 16, 2019 at 3.00 p.m. at Sunville Banquets 9, Dr. Annie Besant Road, Worli, Mumbai-400018 and the business mentioned in the Notice dated August 12, 2019 were transacted.

In this regard, Please find enclosed the followings:

1. Summary of proceedings as required under Regulation 30, Para A of Part-A of Schedule - III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations") as Annexure – I.
2. Voting results as required under Regulation 44 of the SEBI Regulations as Annexure – II.
3. Report of Scrutinizer dated September 17, 2019, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

The above said information/documents related to the 37<sup>th</sup> Annual General Meeting ('AGM') is available on the company's website, [www.galaxycloudkitchens.in](http://www.galaxycloudkitchens.in)

Please take the same on records.

Thanking you,

**For Galaxy Cloud Kitchens Limited**



**Suchita Rajput**  
Company Secretary

**Encl: a/a**

(Formerly Known as **Galaxy Entertainment Corporation Limited**)

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**Annexure – 1**
**Summary of proceedings of the 37<sup>th</sup> Annual General Meeting:**

The 37<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, September 16, 2019 at 3.00 p.m. (IST) at Sunville Banquets 9, Dr. Annie Besant Road, Worli, Mumbai – 400018 and concluded at 3.45 p.m. (IST).

Mr. Rajneesh Agarwal, Chairman of Company and Audit Committee chaired and preceded over the meeting. The requisite quorum being present, the Chairman called the meeting in order. All the Directors of the Company attended the AGM. The notice convening the AGM along with explanatory statement was taken as read.

Thereafter, Chairman of the meeting took up the items of Ordinary Business and Special Business, as listed in serial no. 1-6 below. Chairman gave the opportunity to the members to ask questions and seek clarifications on the agenda items and queries of the members were satisfactorily replied.

The Chairman informed the Members that the facility of remote e-voting was made available from Friday, September 13, 2019 (9.00 a.m. IST) to Sunday, September 15, 2019 (5.00 p.m. IST) and that the facility of voting through physical ballot papers has been arranged for those members who are present at the Meeting and have not casted their votes though remote e-voting. Members were also informed that, since the Company has carried out remote e-voting on all resolutions set out in the Notice calling the AGM, voting by show of hands at the AGM was not permissible.

The Chairman also informed that Mr. Amit Samani of M/s. Amit Samani & Co., Practicing Company Secretary has been appointed as Scrutinizer for scrutinizing the remote e-voting process and voting by way of physical ballot paper at the AGM in a fair and transparent manner

The following items as set out in the Notice convening the AGM were transacted at the meeting:

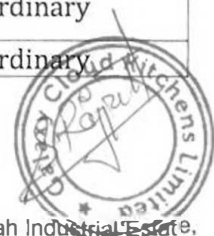
Sr. No.	Details of the Items	Resolution required (Ordinary/Special)
1.	Audited Financial Statements of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Re-appointment of Mr. Swapnil Kothari ((DIN: 05235636) as a Director liable to retire by rotation.	Ordinary
3.	Re-appointment of Statutory Auditors of the Company and to fix their remuneration.	Ordinary
4.	Re-appointment of Ms. Udita Jhunjunwala (DIN: 00120951) as an Independent Director of the Company.	Special
5.	Appointment of Mr. Rajesh Mitta (DIN: 00231710) as an Independent Director of the Company.	Ordinary
6.	Approval of Material Party Transaction(s).	Ordinary

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The chairman of the meeting thanked the members for attending and participating in the meeting. The Chairman informed that the result will be announced within permitted time on receipt of Scrutinizer's report.

Please take the same on records.

**For Galaxy Cloud Kitchens Limited**

  
**Suchita Rajput**  
**Company Secretary**

Encl: a/a

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**Annexure - 2**

Details of voting result in terms of Regulation 44 of the Securities and Exchange Board of Indian (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting	September 16, 2019
Total no. of Shareholders as on cut-off date (September 9, 2019)	2948
No. of shareholders present in meeting either in person or through proxy:	
Promoter and Promoter group	6
Public	150
Total	156
No. of shareholder attended the meeting through video conferencing:	
Promoter and Promoter group	None
Public	None
Total	-



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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended March 31, 2019, 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	15603886	15506649	99.3768	15506649	0	100.0000	0.0000
	Poll		97237	0.6232	97237	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>15603886</b>	<b>15603886</b>	<b>100.0000</b>	<b>15603886</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	22978717	13168642	57.3080	13168642	0	100.0000	0.0000
	Poll		2165	0.0094	2165	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>22978717</b>	<b>13170807</b>	<b>57.3174</b>	<b>13170807</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>38582603</b>	<b>28774693</b>	<b>74.5794</b>	<b>28774693</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
Disclosure of notes on resolution							Add Notes	



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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. Swapnil Kothari (DIN: 05235636), 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		15506649	99.3768	15506649	0	100.0000	0.0000
	Poll	15603886	97237	0.6232	97237	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>15603886</b>	<b>15603886</b>	<b>100.0000</b>	<b>15603886</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting		13168642	57.3080	13168642	0	100.0000	0.0000
	Poll	22978717	2165	0.0094	2165	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>22978717</b>	<b>13170807</b>	<b>57.3174</b>	<b>13170807</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>38582603</b>	<b>28774693</b>	<b>74.5794</b>	<b>28774693</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution:							Add Notes	



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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 re-appointment of Statutory Auditors of the Company and to fix their remuneration and to pass with or without modification(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		15506649	99.3768	15506649	0	100.0000	0.0000
	Poll	15603886	97237	0.6232	97237	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>15603886</b>	<b>15603886</b>	<b>100.0000</b>	<b>15603886</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting		13168642	57.3080	13168642	0	100.0000	0.0000
	Poll	22978717	2165	0.0094	2165	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>22978717</b>	<b>13170807</b>	<b>57.3174</b>	<b>13170807</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>38582603</b>	<b>28774693</b>	<b>74.5794</b>	<b>28774693</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
Disclosure of notes on resolution							Add Notes	





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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider re-appointment of Ms. Udit Jhunjhunwala (DIN: 00120951) as an Independent Director of the Company and if thought fit, to pass with or without modification(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	15603886	15506649	99.3768	15506649	0	100.0000	0.0000
	Poll		97237	0.6232	97237	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>15603886</b>	<b>15603886</b>	<b>100.0000</b>	<b>15603886</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	22978717	13168642	57.3080	13168642	0	100.0000	0.0000
	Poll		2165	0.0094	2165	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>22978717</b>	<b>13170807</b>	<b>57.3174</b>	<b>13170807</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>38582603</b>	<b>28774693</b>	<b>74.5794</b>	<b>28774693</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
Disclosure of notes on resolution							Add Notes	



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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider appointment of Mr. Rajesh Mittal (DIN: 00231710) as an Independent Director of the Company and if thought fit, to pass with or without modification(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	15603886	15506649	99.3768	15506649	0	100.0000	0.0000
	Poll		97237	0.6232	97237	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>15603886</b>	<b>15603886</b>	<b>100.0000</b>	<b>15603886</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	22978717	13168642	57.3080	13168642	0	100.0000	0.0000
	Poll		2165	0.0094	2165	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>22978717</b>	<b>13170807</b>	<b>57.3174</b>	<b>13170807</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>38582603</b>	<b>28774693</b>	<b>74.5794</b>	<b>28774693</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>						<b>Yes</b>		
Disclosure of notes on resolution						Add Notes		



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Resolution (6)								
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		4133991	26.4933	4133991	0	100.0000	0.0000
	Poll	15603886	97237	0.6232	97237	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>15603886</b>	<b>4231228</b>	<b>27.1165</b>	<b>4231228</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting		13168642	57.3080	13168642	0	100.0000	0.0000
	Poll	22978717	2165	0.0094	2165	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	<b>22978717</b>	<b>13170807</b>	<b>57.3174</b>	<b>13170807</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>38582603</b>	<b>17402035</b>	<b>45.1033</b>	<b>17402035</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
Disclosure of notes on resolution							Add Notes	

