



September 30, 2020

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

Dear Sirs,

Sub: Proceeding of 38th Annual General Meeting (AGM) of the Company.

Ref: Scrip Code: BSE - 506186

Pursuant to provisions of SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015, we hereby submit the proceedings of the 38th Annual General Meeting of the Company as mentioned below:

Summary of proceedings of the 38th Annual General Meeting:

The 38th Annual General Meeting (AGM) of the Company was held on Tuesday, September 29, 2020 at 11.30 a.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') and concluded at 12.45 p.m. in compliance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board India ("SEBI") from time to time.

Mr. Rajesh Mittal, Director of the Company, chaired the Meeting and welcomed the Members and introduced the Directors. All the Directors of the Company had joined the Meeting through Video Conferencing. He also welcomed the representatives of Statutory Audit firm, Secretarial Auditor & the Scrutinizer and other senior personnel of the Company.

The Chairman declared that the requisite quorum was present and called the meeting in order. The members were informed that this AGM is conducted through VC/OAVM, the requirement for appointment of proxy and related compliances are not applicable.

With the permission of the members, the Chairman declared that the Notice convening the Meeting, having been circulated to the members to be taken as read.

Chairman then addressed the Members and thereafter informed that the Statutory Auditor Report on the financial statements and the Secretarial Auditors Report for the financial year 2019-20 were unqualified and with the permission of the Members present, the notice convening the meeting, the Statutory Auditors Report and the Secretarial Audit Report were taken as read. Mr. Arvind Agrawal, Managing Director of the Company, explained the

(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 2803 9405 Email: investors@galaxycloudkitchens.in Website: www.galaxycloudkitchens.in



members the financial performance and also briefed the members on COVID-19 Impact, Current Scenario and various other operational aspects of the Company.

The Chairman informed that the Company had provided facility for remote e-voting to Members through NSDL e-voting platform, commenced from Saturday, September 26, 2020 at 09.00 a.m. and ended on Monday, September 28, 2020 at 05.00 p.m. (IST). He further informed the Members that the electronic voting facility was also activated and made available during the Meeting on NSDL platform, to enable the members who had not casted their votes through remote e-voting to exercise their voting rights at the Meeting. He also briefed about the guidelines for the Speaker shareholder who wish to raise their questions / seek clarification during the course of the meeting.

Mr. Amit Samani, of M/s. Amit Samani & Co., Practising Company Secretary, was appointed as Scrutinizer for the remote e-voting as well as e-voting process at AGM and declare the voting results.

The following business 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, 2020, the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Re-appointment of Mr. Sunil Biyani (DIN: 00006583) as a Director liable to retire by rotation.	Ordinary
	Special Business	
3.	Approval for Material Related Party Transaction(s)	Ordinary

The Chairman of the meeting invited the registered speaker shareholder to ask their questions or seek clarification(s) on the Reports and Financial Statement. Mr. Arvind Agrawal, Managing Director of the Company replied to the concerns and queries raised by the Shareholders.

The Chairman of the meeting then requested scrutinizer to complete the electronic voting process and then submit report to Company Secretary authorized by him.

The Chairman of the meeting expressed his gratitude towards all members for participating and informed that the evoting facility at the AGM remained open for 15 minutes from the conclusion of the Meeting.

The Chairman then stated that the results along with Scrutinizer's Consolidated Report on the e-voting done during the Meeting and voting done through remote e-voting will be submitted to the stock exchange and will also be placed on the website of the Company.

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We request you to kindly take note of the same.

For Galaxy Cloud Kitchens Limited


Suchita Rajput
Company Secretary

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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 29, 2020
Total no. of Shareholders as on cut-off date (September 22, 2020)	2993
No. of shareholders present in meeting either in person or through proxy:	
Promoter and Promoter group	0
Public	0
Total	0
No. of shareholder attended the meeting through video conferencing:	
Promoter and Promoter group	6
Public	77
Total	83

Mode of voting: Remote e-voting and e-voting at AGM

e-Mudhra Sub CA
for Class 2
Individual 2014

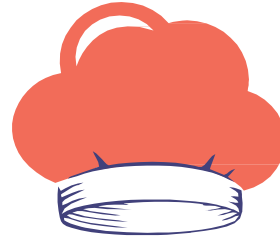
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PostalCode=401105, O=Personal, C=IN
Date:2020.09.30
23:21:30 +05:30

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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, 2020, 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	21958957	20790841	94.6805	20790841	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21958957	20790841	94.6805	20790841	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	22978717	12472345	54.2778	12472296	49	99.9996	0.0004
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22978717	12472345	54.2778	12472296	49	99.9996	0.0004
Total		44937674	33263186	74.0207	33263137	49	99.9999	0.0001

e-Mudhra Sub
CA for Class 2
Individual 2014

Digital Signature: Mudhra Sub CA for
Class 2 Individual 2014
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s=MAHARASHTRA, postalCode=401105, o=Personal, c=IN
Date: 2020.09.30
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Resolution (2)								
Resolution required: (Ordinary / Special) whether promoter/promoter group are interested in the agenda/resolution?				Ordinary				
Description of resolution considered				No				
				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		20790841	94.6805	20790841	0	100.0000	0.0000
	Poll	21958957	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21958957	20790841	94.6805	20790841	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		12472345	54.2778	12472296	49	99.9996	0.0004
	Poll	22978717	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22978717	12472345	54.2778	12472296	49	99.9996	0.0004
Total		44937674	33263186	74.0207	33263137	49	99.9999	0.0001

e-Mudhra Sub
CA for Class
2 Individual
2014

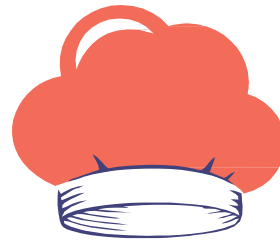
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S=MAHARASHTRA,
PostalCode=401105, O=Personal,
C=IN
Date: 2020.09.30
23:23:06 +05:30

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoters/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	21958957	4231228	19.2688	4231228	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	21958957	4231228	19.2688	4231228	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	22978717	12472345	54.2778	12472130	215	99.9983	0.0017
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	22978717	12472345	54.2778	12472130	215	99.9983	0.0017
Total		44937674	16703573	37.1705	16703358	215	99.9987	0.0013

e-Mudhra Sub
CA for Class 2
Individual 2014

Digital Signer: e-Mudhra Sub CA for
Class 2 Individual 2014
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401105, O=Personal, C=IN
Date: 2020.09.30
23:24:14 +05:30

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COMBINED SCRUTINIZERS' REPORT
ON
REMOTE E-VOTING AND VOTING AT AGM
CONDUCTED AT THE 38th ANNUAL GENERAL MEETING OF
GALAXY CLOUD KITCHENS LIMITED
HELD ON 29TH SEPTEMBER, 2020

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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 38th Annual General Meeting of the Equity Shareholders of Galaxy Cloud Kitchens Limited held on Tuesday, 29th day of September 2020 at 11.30 a.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 electronic voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20&21 of the Companies (Management and Administration) Amendment Rules, 2015 read with General Circular Nos 14/2020, 17/2020 & 20/2020 issued by the Ministry of corporate Affairs on April 08, 2020; April 13, 2020 & May 5, 2020 respectively and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 at the the Annual General Meeting on the resolutions contained in the Notice calling the 38th Annual General Meeting of the Galaxy Cloud Kitchens Limited (CIN: L15100MH1981PLC024988) ("the Company") held on Tuesday, 29th day of September 2020 at 11.30 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM):.

- 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 38th 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 remote e-voting period commenced on Saturday, 26th September, 2020 from 9.00 a.m. and concluded on Monday, 28th September, 2020 at 5.00 p.m.. The remote e-voting services were provided by the National Securities Depository Limited (NSDL). at 5.00 p.m.
- c) The Equity Shareholders holding shares as on 22nd September, 2020, "Cut off date/relevant date" were entitled to vote on the resolutions stated in the Notice calling the 38th Annual General Meeting of the Company

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COMPANY SECRETARIES

- d) At the 38th Annual General Meeting of the Company held on 29th September, 2020, the Chairman of the meeting requested for the voting as per MCA Circulars.
- e) 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.
- f) The votes were unblocked on 29th September, 2020, after the conclusion of the Annual General Meeting.
- g) I hereby submit a consolidated scrutinizer's report pursuant to rule 20 (4) (xii) on the resolutions contained in the Notice of the 38th Annual General Meeting.
- h) The shareholders exercised their voting either by remote e-voting or venue voting. There was no shareholder who opted for both the facilities.
- i) The consolidated result of the voting is as under:

A. RESOLUTION NO.1 – ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with the reports of the Board of Directors and Auditors thereon;

- (i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	99	33263133	99.99%
Voting at AGM	4	4	0
TOTAL	103	33263137	99.99%

- (ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	49	0.01%
Voting at AGM	0	0	0
TOTAL	1	49	0.01%

- (iii) Invalid votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting at AGM	0	0
TOTAL	0	0

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COMPANY SECRETARIES

B.RESOLUTION NO.2: ORDINARY RESOLUTION

To appoint a Director in place of Mr. Sunil Biyani (DIN: 00006583), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	99	33263133	99.99%
Voting at AGM	4	4	0
TOTAL	103	33263137	99.99%

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	49	0.01%
Voting at AGM	0	0	0
TOTAL	1	49	0.01%

(iii) **Invalid** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting at AGM	0	0
TOTAL	0	0

SPECIAL BUSINESS

C.RESOLUTION NO.3: ORDINARY RESOLUTION

To consider and approve the Material Related Party Transaction(s).

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	94	16703354	99.99%
Voting at AGM	4	4	0
TOTAL	98	16703358	99.99%

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AMIT SAMANI & CO.

COMPANY SECRETARIES

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	215	0.01%
Voting at AGM	0	0	0
TOTAL	3	215	0.01%

(iii) **Invalid** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	0	0
Voting at AGM	0	0
TOTAL	0	0

Based on the foregoing, the Resolution No.(s) 1 to 3 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 38th Annual General Meeting and the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking you,
Sincerely,

AMIT
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SAMANI
Date: 2020.09.30
22:18:25 +05'30'

Amit Samani

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

Countersigned by :

For GALAXY CLOUD KITCHENS LIMITED

e-Mudhra Sub
CA for Class 2
Individual 2014

Digital Signature-Mudhra Sub CA for Class 2
Individual 2014
DN: CN=SUCHITA BHARAT RAJPUT,
SERIALNUMBER=14874294278a276a6cc03853
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PostalCode=401105, O=Personal, C=IN
Date: 2020.09.30
22:37:28 +05:30

Suchita Rajput
Company Secretary

Place: Mumbai
Date : 30th September, 2020
UDIN: F007397B000811222

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