

15th February, 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 Extra Ordinary General Meeting and Scrutinizer's Report.

Dear Sir/ Madam,

Further to our letter dated 13th February, 2024 in respect of the proceedings of the Extra Ordinary General Meeting ("EGM") of the Company held on Tuesday, 13th February, 2024 at 11.30 a.m. (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 14th February, 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

PRINCE
DILIP SINGH
Discharge (St. 2014) Superior (St. 2014) Superi

Prince Singh Deputy Chief Financial Officer



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 Extra Ordinary General Meeting	13 th February, 2024						
Total no. of Shareholders as on cut-off date	3853						
(6 th February, 2024)							
No. of shareholders present in meeting either in p	erson or through proxy						
Promoter and Promoter group	Not Applicable						
Public	Not Applicable						
Total	Not Applicable						
No. of shareholder attended the meeting through	No. of shareholder attended the meeting through video conferencing*:						
Promoter and Promoter group	2						
Public	26						
Total	28						

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



			Ga	laxy Cloud Kitchen	s Limited					
Resolution F				1. Appointment Company	t of Ms. Pinl	ki Dixit (DI	N: 10469085)	as a Directo	r of the	
Whether pro interested in		noter group a resolution?	re	No						
	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares [3]={[2]/[1]}*10	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[% of Votes against on votes polled [7]={[5]/	No. of votes Invalid	
Category		[1]	[2]	0	[4]	[5]	2]}*100	[2]}*100	[8]	
Promoter	E-Voting		9357910	42.6155	9357910	0	100.0000	0.0000	0	
and	Poll	21958957	0	0.0000	0	0	0.0000	0.0000	0	
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		9357910	42.6155	9357910	0	100.0000	0.0000	0	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	
Public	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	
Institutions	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0	
	E-Voting		12129	0.0528	12123	6	99.9505	0.0495	0	
Public Non Institutions	Poll	***************************************	0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot	22978717	0	0.0000	0	0	0.0000	0.0000	0	
	Total		12129	0.0528	12123	6	99.9505	0.0495	0	
Total		44937674	9370039	20.8512	9370033	6	99.9999	0.0001	0	



			Gala	xy Cloud Kitchen					
Resolution F	Required : Or	dinary					t (DIN: 10469 and paymer		
	omoter/ prom a/resolution?	oter group are	interested	No					
Category	Mode of Voting	No. of shares held	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*1 00	No. of Votes – in favour	No. of Votes - Again st	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/ [2]}*100	No. of votes Invalid
Category	E-Voting		9357910	42.6155	9357910	0	100.0000	0.0000	0
Promoter and	Poll	21958957	0	0.0000	0	0	0.0000	0.0000	0
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		9357910	42.6155	9357910	0	100.0000	0.0000	0
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
Public	Poll		0	0.0000	0	0	0.0000	0.0000	0
Institutions	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
	E-Voting		12129	0.0528	12123	6	99.9505	0.0495	0
Public Non	Poll	22070717	0	0.0000	0	0	0.0000	0.0000	0
Institutions	Postal Ballot	22978717	0	0.0000	0	0	0.0000	0.0000	0
	Total		12129	0.0528	12123	6	99.9505	0.0495	0
Total		44937674	9370039	20.8512	9370033	6	99.9999	0.0001	0



				y Cloud Kitchens					
Resolution 1	Required :Sne	cial	3. Appointment of Mr. Vijai Singh Dugar (DIN: 06463399) as an Independent Director of the Company.						
Whether pr	Resolution Required :Special Whether promoter/ promoter group are interested in the agenda/resolution?			or or the compar					
	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 - Again st	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invali d
Category		[1]	[2]	[3]={[2]/[1]}*1 00	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/ [2]}*100	[8]
	E-Voting		9357910	42.6155	9357910	0	100.0000	0.0000	0
Promoter and	Poll	21958957	0	0.0000	0	0	0.0000	0.0000	0
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		9357910	42.6155	9357910	0	100.0000	0.0000	0
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
Public	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
Institutions	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
	E-Voting		12129	0.0528	12123	6	99.9505	0.0495	0
Public	Poll	22070717	0	0.0000	0	0	0.0000	0.0000	0
Non Institutions	Postal Ballot	22978717	0	0.0000	0	0	0.0000	0.0000	0
	Total		12129	0.0528	12123	6	99.9505	0.0495	0
Total		44937674	9370039	20.8512	9370033	6	99.9999	0.0001	0



				Galaxy Cloud	l Kitchens I	Limited			
Resolution 1	Required	:Special	4. Appo Comp	intment of Ms. M	ala Saxena	a (DIN: 1	0474124) as an In	dependent Directo	r of the
Whether pr group are in agenda/reso	iterested i		No	Г			Г	Г	Γ
	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	No. of votes Invalid
Category		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter	E- Voting		9357910	42.6155	9357910	0	100.0000	0.0000	0
and	Poll	21958957	0	0.0000	0	0	0.0000	0.0000	0
Promoter Group	Postal Ballot	21/30/37	0	0.0000	0	0	0.0000	0.0000	0
	Total		9357910	42.6155	9357910	0	100.0000	0.0000	0
	E- Voting		0	0.0000	0	0	0.0000	0.0000	0
Public	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
	E- Voting		12129	0.0528	12123	6	99.9505	0.0495	0
Non Institutions	Poll	22070717	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	22978717	0	0.0000	0	0	0.0000	0.0000	0
	Total		12129	0.0528	12123	6	99.9505	0.0495	0
Total		44937674	9370039	20.8512	9370033	6	99.9999	0.0001	0



				Galaxy Cloud	d Kitchens	Limited					
Resolution 1	Required :	Ordinary		5. Appointment of Mr. Sunil Samal (DIN: 10468907) as Non-Executive and Non- Independent Director of the Company							
Resolution Required : Ordinary Whether promoter/ promoter group are interested in the agenda/resolution?			No	cettor or the compan	.,						
	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	No. of votes Invalid		
Category		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]		
Promoter	E- Voting		9357910	42.6155	9357910	0	100.0000	0.0000	0		
and	Pol1	21958957	0	0.0000	0	0	0.0000	0.0000	0		
Promoter Group	Postal Ballot	21930937	0	0.0000	0	0	0.0000	0.0000	0		
	Total		9357910	42.6155	9357910	0	100.0000	0.0000	0		
	E- Voting		0	0.0000	0	0	0.0000	0.0000	0		
Public	Poll	0	0	0.0000	0	0	0.0000	0.0000	0		
Institutions	Postal Ballot	V	0	0.0000	0	0	0.0000	0.0000	0		
	Total		0	0.0000	0	0	0.0000	0.0000	0		
	E- Voting		12129	0.0528	12123	6	99.9505	0.0495	0		
Public Non	Poll	22978717	0	0.0000	0	0	0.0000	0.0000	0		
Institutions	Postal Ballot	22970717	0	0.0000	0	0	0.0000	0.0000	0		
	Total		12129	0.0528	12123	6	99.9505	0.0495	0		
Total		44937674	9370039	20.8512	9370033	6	99,9999	0.0001	0		



COMBINED SCRUTINIZERS' REPORT

REMOTE E-VOTING AND VOTING AT EGM

CONDUCTED AT THE EXTRA ORDINARY GENERAL MEETING

OF

GALAXY CLOUD KITCHENS LIMITED

HELD ON 13[™] FEBRUARY, 2024

AMIT
HASMUKH
SAMANI

Digitally signed by AMIT HASMUKH
SAMANI
Date: 2024.02.14
18:11:27 +05'30'



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 the Extra Ordinary General Meeting of the Equity Shareholders of Galaxy Cloud Kitchens Limited held on 13th February, 2024 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 e-voting process and e-voting done at the Extra Ordinary General Meeting ("EGM") of Galaxy Cloud Kitchens Limited (CIN: L15100MH1981PLC024988) ("the Company") held on Tuesday, 13th February, 2024 at 11.30 a.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. 10/2022 dated 28thDecember, 2022, General Circular No. 14/2020 dated 8thApril, 2020, General Circular No. 17/2020 dated 13thApril, 2020, General Circular No.20/2021 dated 13thJanuary, 2021, General Circular No. 19/2021 dated 8thDecember, 2021 and General Circular No. 21/2021 dated 14thDecember, 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 EGM .

We submit our report as under:

- 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 EGM by the shareholders on the resolutions proposed in the Notice calling the Extra Ordinary 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.

AMIT
HASMUKH
SAMANI
Date: 202
18:16:00

Digitally signed by AMIT HASMUKH SAMANI Date: 2024.02.14 18:16:00 +05'30'



COMPANY SECRETARIES

- c) The remote e-voting period commenced on Saturday, 10th February, 2024 from 9.00 a.m. and concluded on Monday, 12th February, 2024 at 5.00 p.m..
- d) The Equity Shareholders holding shares as on 6th February, 2024, "Cut off date" were entitled to vote on the resolutions stated in the Notice calling the Extra General Meeting of the Company.
- e) At the Extra Ordinary General Meeting of the Company held on 13th February, 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 EGM on the proposed resolutions.
- g) The votes were unblocked on 13th February, 2024, after the conclusion of the Extra Ordinary 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 Extra Ordinary 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 EGM through VC/OAVM and who had not cast their vote earlier.
- k) The votes were unblocked on 13.02.2024 at 12.26 p.m after the conclusion of EGM
- I) The consolidated result of the voting is as under:

A. RESOLUTION NO.1 – ORDINARY RESOLUTION

Appointment of Ms. Pinki Dixit (DIN: 10469085) as a Director of the Company:

(i) Voted in favour of the resolution:

Number	of	Number of votes	% of total number
members voted		cast by them	of valid votes cast
50		9370033	99.99%

AMIT HASMUKH SAMANI Digitally signed by AMIT HASMUKH SAMANI Date: 2024.02.14

COMPANY SECRETARIES

(ii) Voted against the resolution:

Number	of	Number of votes	% of total number
members voted		cast by them	of valid votes cast
	2	6	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 votes:

Abstain	
0	_

B. <u>RESOLUTION NO.2: ORDINARY RESOLUTION</u>

Appointment of Ms. Pinki Dixit (DIN: 10469085) as Whole Time Director of the Company and payment of remuneration

(i) Voted in favour of the resolution:

Number	of	Number of votes	% of total number
members voted		cast by them	of valid votes cast
50		9370033	99.99%

(ii) Voted against the resolution:

Number of	Number of votes	% of total number	
members voted	cast by them	of valid votes cast	
2	6	0.01%	

(iii) Invalid votes:

	Total number of members whose	Total number of votes
	votes were declared invalid	cast by them
4	0	0

AMIT Digitally signed by AMIT HASMUKH SAMANI Date: 2024.02.14 18:17:12 +05'30'

COMPANY SECRETARIES

(iv) Abstain votes:

Abstain	
0	

C. RESOLUTION NO.3: SPECIAL RESOLUTION

Appointment of Mr. Vijai Singh Dugar (DIN: 06463399) as an Independent Director of the Company.

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

Number	of	Number of votes	% of total number
members vote	ed	cast by them	of valid votes cast
50		9370033	99.99%

(ii) Voted against the resolution:

Number	of	Number of votes	% of total number
members vot	ed	cast by them	of valid votes cast
	2	6	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 votes:

Abstain	
0	

RESOLUTION NO.4: SPECIAL RESOLUTION

Appointment of Ms. Mala Saxena (DIN: 10474124) as an Independent Director of the Company.

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

Number of	Number of votes	% of total number
members voted	cast by them	of valid votes cast
50	9370033	99.99%

AMIT Digitally signed by AMIT HASMUKH SAMANI SAMANI Date: 2024.02.14 18:17:38 +05'30'

COMPANY SECRETARIES

(ii) Voted against the resolution:

Number of	Number of votes	% of total number
members voted	cast by them	of valid votes cast
2	6	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 votes:

Abstain	
0	

RESOLUTION NO.5: ORDINARY RESOLUTION

Appointment of Mr. Sunil Samal (DIN: 10468907) as Non-Executive and Non-Independent Director of the Company.

(i)Voted in favour of the resolution:

Number of	Number of votes	% of total number
members voted	cast by them	of valid votes cast
50	9370033	99.99%

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

Number c	of	Number of votes	% of total number
members voted		cast by them	of valid votes cast
	2	6	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 votes:

Abstain	
0	

AMIT HASMUKH SAMANI Digitally signed by AMIT HASMUKH SAMANI Date: 2024.02.14

Based on the foregoing, the Resolution No.(s) 1 to 5 shall be deemed to have been passed with the requisite majority.

Thanking you, Sincerely,

AMIT HASMUKH SAMANI

Digitally signed by AMIT HASMUKH SAMANI Date: 2024.02.14 18:18:38 +05'30'

Amit Samani

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

Place: Mumbai Date : 14.02.2024

UDIN: F007397E003431015

Countersigned by:

For GALAXY CLOUD KITCHENS LIMITED

PRINCE DILIP SINGH

Prince Singh Deputy Chief Financial Officer

