

'ANNEXURE B' TO THE BOARD'S REPORT
EXTRACT OF ANNUAL RETURN
as on the financial year ended March 31, 2022
[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]
FORM NO. MGT – 9

I. Registration and other details		
CIN	L15100MH1981PLC024988	
Registration Date	13/08/1981	
Name of the Company	Galaxy Cloud Kitchens Limited	
Category / Sub-Category of the Company	Company having Share Capital	
Address of the Registered Office and contact details.	Knowledge House, Shyam Nagar Off Jogeshwari-Vikhroli Link Road Jogeshwari (East), Mumbai 400060	
Whether Listed Company	Yes	
Name, address and contact details of Registrar and Transfer Agent, if any	TSR DARASHAW CONSULTANTS PRIVATE LIMITED (formerly known as TSR Darashaw Limited) C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083. Tel No.: 022-66568484, Email Id: Csg-unit@tcplindia.co.in	
II. Principal Activities of the Company		
All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:		
Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
Food & Beverages	107	100%

III. Particulars of Holding, Subsidiary and Associate Companies				
Name and address of the Company	Corporate Identify Number	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
NIL	NIL	NIL	NIL	NIL

IV

SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/HUF	50000	-	50000	0.11	50000	-	50000	0.11	-	
b) Central Govt.or State Govt.										
c) Bodies Corporates	21908957	-	21908957	48.76	21908957	-	21908957	48.76	-	
d) Bank/Fl										
e) Any other										
SUB TOTAL:(A) (1)	21958957		21958957	48.87	21958957		21958957	48.87	-	
(2) Foreign										
a) NRI- Individuals										
b) Other Individuals										
c) Bodies Corp.										
d) Banks/Fl										
e) Any other...										
SUB TOTAL (A) (2)										
Total Shareholding of Promoter										
(A)= (A)(1)+(A)(2)	21958957		21958957	48.87	21958957		21958957	48.87	-	
B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds										
b) Banks/Fl										
c) Cenntral govt										
d) State Govt.										
e) Venture Capital Fund										
f) Insurance Companies										
g) FIIS										
h) Foreign Venture Capital Funds										
i) Others (specify)										
SUB TOTAL (B)(1):										
(2) Non Institutions										
a) Bodies corporates										
i) Indian										
ii) Overseas										
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	1723559	60191	1783750	3.96	1660505	60191	1720696	3.83	-3.53	

ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	3068685	-	3068685	6.83	3150243	0	3150243	7.01	2.68	
c) Others (specify)	18126182	100	18126282	40.34	18107678	100	18107778	40.29	-0.1	
SUB TOTAL (B)(2):	22918426	60291	22978717	51.13	22918426	60291	22978717	51.13		
Total Public Shareholding (B)= (B)(1)+(B)(2)	22918426	60291	22978717	51.13	22918426	60291	22978717	51.13		
C. Shares held by Custodian for GDRs & ADRs										
Grand Total (A+B+C)	44877383	60291	44937674	100	44877383	60291	44937674	100		

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Atul Ashok Ruia(#)	50000	0.11	0	50000	0.11	0	0
2	Central Departmental Stores Pvt Ltd	9357910	20.83	0	9357910	20.83	0	0
3	Future Enterprises Limited	8369819	18.63	0	8369819	18.63	0	0
4	Bellona Hospitality Services Ltd (#)	3686491	8.2	0	3686491	8.2	0	0
5	Ashbee Investments And Finance Private Limited (#)	350000	0.78	0	350000	0.78	0	0
6	Senior Advisory Services Pvt.Ltd (#)	97237	0.21	0	97237	0.21	0	0
7	Ashok Apparels Pvt Ltd (#)	47500	0.11	0	47500	0.11	0	0
	Total	21958957	48.87		21958957	48.87		

Note: On March 8, 2022 The Company received request from few members of 'Promoters/ Promoter Group' marked in (#) seeking reclassification of their shareholding to 'Public' category. The Company had obtained the approval of shareholders by way of Postal Ballot dated 14th May, 2022 for such reclassification. The Company has submitted an application with the Bombay Stock Exchange Limited where the shares of the company are listed for obtaining their approval and confirmation.

(iii) **CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE):** There has been no change in the promoters holding during the year.

MGT-9 IV. Shareholding Pattern of Top Ten Shareholders							
Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding at the	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	HABITAT APARTMENTS PRIVATE LTD	5600000	12.4617			5600000	12.4617
	AT THE END OF THE YEAR					5600000	12.4617
2	ABACUS REALTY LOGISTICS PRIVATE LIMITED	4900000	10.9040			4900000	10.9040
	Transfer			15 Oct 2021	(126)	4899874	10.9037
	AT THE END OF THE YEAR					4899874	10.9037
3	DARSHITA LANDED PROPERTY LLP	3333924	7.4190			3333924	7.4190
	AT THE END OF THE YEAR					3333924	7.4190
4	ECLIPSE TRADES PRIVATE LTD.	1029432	2.2908			1029432	2.2908
	AT THE END OF THE YEAR					1029432	2.2908
5	VIKAS KHUSHAL PINCHA	1015011	2.2587			1015011	2.2587
	Transfer			11 Jun 2021	(3248)	1011763	2.2515
	Transfer			18 Jun 2021	(5030)	1006733	2.2403
	Transfer			30 Jun 2021	(2646)	1004087	2.2344
	Transfer			09 Jul 2021	(1874)	1002213	2.2302
	Transfer			16 Jul 2021	(19202)	983011	2.1875
	Transfer			11 Mar 2022	(511)	982500	2.1864
	Transfer			18 Mar 2022	(57)	982443	2.1862
	AT THE END OF THE YEAR					982443	2.1862
6	MERLIN ENCLAVES PRIVATE LTD.	895626	1.9930			895626	1.9930
	AT THE END OF THE YEAR					895626	1.9930
7	COPPOLA HOLDINGS PRIVATE LTD.	827181	1.8407			827181	1.8407
	AT THE END OF THE YEAR					827181	1.8407
8	SANJAY DHANUKA	700000	1.5577			700000	1.5577
	AT THE END OF THE YEAR					700000	1.5577
9	OSIAN TOWNSHIPS AND RESORTS PVT LTD	491005	1.0926			491005	1.0926
	AT THE END OF THE YEAR					491005	1.0926
10	ASHWARYA VIKAS PINCHA	493005	1.0971			493005	1.0971
	Transfer			07 Jan 2022	(11000)	482005	1.0726
	AT THE END OF THE YEAR					482005	1.0726

(v) **Shareholding of Directors & KMP** None of the Directors or the KMP's hold any shares in the company.V **INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment		Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
i) Principal Amount					
ii) Interest due but not paid					
iii) Interest accrued but not due					
Total (i+ii+iii)					
Change in Indebtedness during the financial year					
Additions					
Reduction					
Net Change					
Indebtedness at the end of the financial year					
i) Principal Amount					
ii) Interest due but not paid					
iii) Interest accrued but not due					
Total (i+ii+iii)					

VI **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. **Remuneration to Managing Director, Whole time director and/or Manager:**

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
1	Gross salary	Arvind Agrawal	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	2058000	20,58,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		
2	Stock option		
3	Sweat Equity		
4	Commission		
	as % of profit		
	others (specify)		
5	Others, please specify		
	Total (A)	2058000	20,58,000
	Ceiling as per the Act		

B. **Remuneration to other directors:**

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	Independent Directors	Udita Jhunjunwala	Sharad Rustagi	Rajesh Mittal	
	(a) Fee for attending board committee meetings	235000	235000	245000	715000.00
	(b) Commission	0	0	0	
	(c) Others, please specify	0	0	0	
	Total (1)				715000.00
2	Other Non Executive Directors	Sunil Biyani	Swapnil Kothari		
	(a) Fee for attending board committee meetings	100000	235000		335000
	(b) Commission				
	(c) Others, please specify.				
	Total (2)				335000
	Total (B)=(1+2)				1050000.00
	Total Managerial Remuneration				1050000.00
	Overall Ceiling as per the Act.	Sitting fees is paid within the limit specified under the Companies Act, 2013			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration			Key Managerial Personnel				
				CEO	Company Secretary	Company Secretary	CFO	Total
1	Gross Salary			Nishant Dholakia	Suchita Rajput	Shruti Shrivastava	Atul Joshi	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.			3,98,000	3,40,171	3,20,548	35,36,534	45,95,253
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961							
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961							
2	Stock Option							
3	Sweat Equity							
4	Commission as % of profit							
	others, specify							
5	Others, please specify							
	Total			3,98,000	3,40,171	3,20,548	35,36,534	45,95,253

VII **PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: Not Applicable**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					