

NIMBUS PROJECTS LIMITED

(formerly known as NCJ International Limited) (An ISO 9001 : 2008 Certified Company)

CIN: L74899DL1993PLC055470

NPL/BSE/23/2019-20

October 01, 2019

To

The Manager, Listing Department, BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai-400 001

BSE Scrip Code: 511714 Scrip ID : NIMBSPROJ

<u>Sub: - Disclosure of Voting Results at the 26th Annual General Meeting (AGM) of the Company</u> <u>held on Monday, September 30, 2019.</u>

Dear Sir/Madam,

At the 26th Annual General Meeting (AGM) of the Company held on Monday, September 30, 2019 at 10:00 a.m. at "The Golden Palms Hotel & Spa" situated at Plot 6-C, Opp. East Delhi Police Headquarters, Patparganj, I.P. Extension, Delhi -110092, all the items of business contained in the Notice of the AGM dated August 12, 2019 were transacted and approved by the Shareholders with requisite majority.

The details of the combined voting results (which includes the results of remote e-voting and poll conducted at the Annual General Meeting) in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 along with Scrutinizer's Report are enclosed as Annexure I and Annexure II respectively.

You are requested to kindly take the same on records.

Thanking You

Yours Faithfully,

For Nimbus Projects Limited.

Sahil Agarwal (Company Secretary & Compliance Officer) M. No.: A36817

Encl: As above



NIMBUS PROJECTS LIMITED

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ENTER

Annexure-I

Item No.	Detail of the Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting: (Poll/Postal Ballot / E- voting)	Result
(i)	To receive, consider and adopt the Audited Standalone and the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2019, together with Board's Report, and Report of Auditors' thereon.	Ordinary	E-voting and Poll	This Resolution was Passed with requisite majority
(ii)	To re-appoint a Director in the place of Mr. Bipin Agarwal (DIN: 00001276) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E-voting and Poll	This Resolution was Passed with requisite majority
(iii)	Appointment of Mr. Prabhat Kumar Srivastava (DIN: 07600968) as a Non Executive and Non- Independent Director	Ordinary	E-voting and Poll	This Resolution was Passed with requisite majority
(iv)	Appointment of Mr. Lalit Agarwal (DIN: 00003903) as a Non Executive and Non- Independent Director:	Ordinary	E-voting and Poll	This Resolution was Passed with requisite majority
(v)	Re-Appointment of Mr. Surinder Singh Chawla (DIN: 00398131) as a Non- Executive Independent Director	Special	E-voting and Poll	This Resolution was Passed with requisite majority
(vi)	Re-Appointment of Mrs. Anu Rai (DIN: 07132809) as a Non-Executive Independent Director (Woman)	Special	E-voting and Poll	This Resolution was Passed with requisite majority
(vii)	Re-Appointment of Mr. Bipin Agarwal (DIN: 00001276) as Managing Director & designate him Chairman and Managing Director	Special	E-voting and Poll For Nimb	This Resolution was Passed with requisite majority US Projects Linuite

Regd. Office : 1001-1006,10th Floor, Narain Manzil, 23 Barakhamba Road, New Delhi-110001 Phone: 011-42878900 Fax : 011-41500023, E-mail : info@nimbusgroup.net, Web. : www.nimbusprojectsltd.com

Company

NIMBUS PROJECTS LIMITED

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CIN: L74899DL1993PLC055470

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Date of the AGM	September 30, 2019
Total number of shareholders on record date	1935
No. of shareholders present in the meeting either in person or	Total: 79 (Promoter, Public & Proxy)
through proxy: Promoters and Promoter Group: Public:	Promoter & Promoter Group : 08 Public : 67 Proxy: 04
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NIL.

For Nimbus Projects Limited

Company Secretary/Co pliance Of

Regd. Office : 1001-1006,10th Floor, Narain Manzil, 23 Barakhamba Road, New Delhi-110001 Phone: 011-42878900 Fax : 011-41500023, E-mail : info@nimbusgroup.net, Web. : www.nimbusprojectsltd.com

Resolution Required: (Special/Ordinary)	d: (Special/Ordin	ary)		Ordinary				
Whether Promoter/Promoter Group are interested in the agenda	/Promoter Group	are interested	l in the agenda	No				
Category	Mode of Voting Held	f Shares	No. of Valid 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
	E-voting	5555734	5555734	100	5555734	* 0	100	0
Promoter and Promoter Group	At Poli	0	0	0	0	0	0	0
	Total	5555734	5555734	100	5555734	0	100	, <u>,</u>
	E-voting	0 1	0	0	0	0	0	0
Public-Institution	At Poll	0	0	0	0	o پر	0	0
	Total	0	0	0	0	0	0	0
	E-voting	285285	285285	100	285285	0	100	0
Public- Non Instituitions	At Poll	303188	303188	100	303188	0	100	0
	Total	588473	588473	100	588473	0	0	0
Total	al	6144207	6144207	100	6144207	0	100	0

Sahil Agarwal (Company Secretary & Compliance Officer) M.No. A36817

For Nimbus Projects Limited

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Resolution Required	Resolution Required: (Special/Ordinary)	ary)		Ordinary				
Whether promoter/promoter group are interested in the agenda	promoter group	are interested	in the agenda	Yes				
Category	Mode of Voting Held	f Shares	No. of Valid Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% ofvotes 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
	E-voting	5000	5000	100	5000	0*	100	0
Promoter and Promoter Group	At Poll	0	0	0	0	0	0	0
_	Total	5000	5000	100	5000	0	100	0
m	E-voting	0 ,			0	0	0	٥
Public-Institution	At Poll	. 0			0	0	0	0
	Total	0			0	0	* 0	0
	E-voting	283285	283285	100	283284	, 1	100	0
Public- Non Instituitions	Ať Poll	303188	303188	100	303188	0	100	0
1	Total	586473	586473	100	591472	0	100	0
Total		591473	591473	100	596472	. 1	100	0

Sahil Agarwal (Company Secretary & Compliance Officer) M.No. A36817 For Nimbus Projects Limited NIMBU DELHI LE 10

Resolution Required: (Special/Ordinary)	ed: (Special/Ordin	ary)		Ordinary		•		
Whether Promoter/Promoter Group are interested in the agenda	/Promoter Group	are interested	in the agenda	No				
Category	Mode of Voting Held	f Shares	No. of Valid Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% ofvotes 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
	E-voting	5555734	5555734	100	5555734	0		
Promoter and Promoter Group	At Poll	0	0	0	0	0	0	\$
	Total	55557,34	5555734	100	5555734	0	100	
	E-voting	0	0	0	0	* 0	0	
Public-Institution	At Poll		. 0	0	0	0	0	5 0
	Total	0	0	0	0	0	*	0
	E-voting	285285	285285	100	285284	1	100	0
Instituitions	At Poll	303188	303188	100	303188	0	100	0
	Total	588473	588473	100	588472	0	100	D
Total		6144207	6144207	100	6144206	1	100	D

Sahil Agarwal (Company Secretary & Compliance Officer) M.No. A36817 01

For Nimbus Projec NIMBUR 4 DELHI

Resolution Required: (Special/Ordinary)	ed: (Special/Ordir	tary)		Resolution Required: (Special/Ordinary) Ordinary				
Whether promoter/promoter group are interested in the agenda	r/promoter group) are interested	l in the agenda	No				
Category	Mode of Voting	No. of Shares Held	No. of Valid Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% ofvotes in favour on votes polled	% of votes against on votes polled
		1	2	3=2/1*100				
	E-voting			001 T 17-C	4	5	6=4/2*100	7=5/2*100
Promoter and	a	5555734	5555734	100	5555734	* 0	100	
Promoter Group	At Poll	. 0	0	0	5		001	
	Total	5555734	5555724			0	0	×1
	Eustin	terece	222204	100	5555734	0	100	
	E-VOTINg	0 1	0	0	0	0	5	
Public-Institution	At Poll	0	0	0	>	*	c	
	Total			-	0	0	. 0	
	Iotal	0	0	0	0	0	•	
	E-voting	285285	285285	100	705704			
	At Poll			00T	487697	1	100	
Instituitions		303188	303188	100	303188	0	100	
	Total	588473	588473	100	500/77		101	
Total		2					OUT	

Sahil Agawal (Company Secretary & Compliance Officer) M.No. A36817 For Nimbus Projects Limited OJE 20 IMBUS C

Resolution Required: (Special/Ordinary)	red: (Special/Ordir	nary)		Resolution Required: (Special/Ordinary) Special			
Whether promoter/promoter group are interested in the agenda	r/promoter group	are interested	in the agonda	No			
			in the agenua	NO		N. I. W. W.	
Category	Mode of Voting Held	No. of Shares No. of Valid Held Votes polle	No. of Valid Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% ofvotes in favour on votes polled
		1	2	3=2/1*100			
	E-voting	1			4		6=4/2*100
Promoter and		5555734	5555734	100	5555734	0	100
Promoter Group	AT POIL	0	0	0	0	0	2
	Total	55555734	5555734	100			
	E-voting			OUT	5555734	0	100
Public Institution		0	0	0	0	0	0
	AT POIL	0		0	5	0	
	Total	5				0	* 0
	E-voting	0	0	0	0	, 0	0
Public- Non	0	285285	285285	100	285284		
Instituitions	At Poll	303188	303188			-	100
	Total		001 COC	100	303188	0	100
1		588473	588473	100	588472	0	100
Iotal		6144207	6144207	100	6144206	1	100

Sahil Agerwal Sahil Agerwal (Company Secretary & Compliance Officer) M.No. A36817 5 110

Resolution Required: (Special/Ordinary)	ed: (Special/Ordin	iary)		Special				
Whether promoter/promoter group are interacted in the accord	r/promoter group	are interacted	in the seconds	No				
Category		No. of Shares	No. of Valid	% of Votes nolled on	No of Votor	No of the second		
Category	Wode of Voting Held		Votes polled	outstanding shares	in favour	No. of votes against	% ofvotes in favour on votes polled	% of votes against on votes polled
A SAME AND A DESCRIPTION OF A DESCRIPTIO		-						-
	E-voting	CCCC727		.T/7=C		5	6=4/2*100	7=5/2*100
Promoter and		20004	5555/34	100	5555734	0	100	0
Promoter Group	At Poll	0	0	0	0	0	0	0
	Total	5555734	5555734	100	5555734	<i>«</i>	100	
	E-voting	0	0	0			OUT	0
Public-Institution	At Poll	0	0	0	0			
	Total	0	0	0				
	Euotina				0	+ 0	0	0
Public- Non	E-voting	285285	285285	100	285284	1	100	0
Instituitions	At Poll	303188	303188	100	303188	0	100	
	Total	588473	588473	100	588472	5	100	
Total	2	6144207	6144207	100	6144206	1	100	

Sahil Agarwal (Company Secretary & Compliance Officer) M.No. A36817 DELHI

For Nimbus Projects Limited

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Resolution Required: (Special/Ordinary)	ed: (Special/Ordir	hary)		Special				
Whether promoter/promoter group are interested in the agenda	r/promoter group	are interested	in the agenda	Yes				
Category	Mode of Voting Held	fShares	No. of Valid Votes polled	% of Votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% ofvotes in favour on votes polled	% of votes against on votes polled
		1	2 .	3=2/1*100	A	n	6-4124-00	<u>,</u>
	E-voting	5000	5000				00T 7/4-0	001+7/5=/
Promoter and	A+ Doll	-		TOOL	000c	0	100	0
Promoter Group	At Poll	0	0	0	0	0	0	0
	Iotal	5000	5000	100	5000	0	100	
	E-voting	. 0	. 0	0	0	0	0	
Public-Institution	At Poll	0	0	0	0	0	*	
	Total	0	0	0	0		>	
	F-voting	10000						c
Public- Non	E-VOTING	283285	283285	100	283284	1	100	0
Instituitions	At Poll	303188	303188	100	303188	0	100	0.
	Total	586473	586473	. 100	591472	0	100	0
Total		591473	591473	100	596472	1	100	

For Nimbus Projects Limited ROJE Sahil Agawal (Company Secretary & Compliance Officer) M.No. A36817

Annexure -

KAPIL DEV VASHISTH

Company Secretaries

B-26.Part-C.1st Floor, Sweet No-2, Aruna Park, Shakarpur, Delhi-11009, Ph. 9810473337 E-mail:kdonnet/a/rediffmail.com

Combined Report of Scrutinizer for E- Voting & Poll

[Pursuant to Section 108/109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rule 2014]

To,

Dated : 01.10.2019

The Chairman, M/s Nimbus Projects Limited, 1001-1006,10th Floor, Narain Manzil, 23, Barakhamba Road, New Delhi-110001

Dear Sir,

I KAPIL DEV VASHISTH, Company Secretaries have been appointed 'Scrutinizer' by the Board of Directors of **M/s Nimbus Projects Limited (CIN 74899 DL 1993 PLC 055470)** pursuant to Provision of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014 to conduct the e-voting process and to scrutinize the physical ballot polling under provision of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rule 2014⁻ in respect of the resolutions set out in the notice dated 12th August 2019 for convening the 26th Annual General Meeting (AGM) of Shareholders held on 30th September 2019 at "Golden Palms Hotel and Spa" situated at Plot No-6C, Community Centre, Opp. East Delhi Police Headquarters, Patparganj, I P Extension, Delhi-110092.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and Rules framed thereunder relating to Voting through electronic voting and voting on poll on the resolutions contained in the notice of 26th AGM of the Company. My responsibility as a Scrutinizer is restricted to report the votes cast in "FAVOUR" or "AGAINST" the resolutions proposed before Shareholders.

The Shareholders of the Company as on the 'Cut off' date i.e 23rd September 2019 were entitled to vote.

The Company has availed 'e- voting facility' provided by National Securities Depository Limited (NSDL) for enabling the Shareholders to cast their votes between the 27th September, 2019 (9 a.m. IST) to 29th September 2019 (5.00 p.m IST).



After the announcement of the poll by the Chairman, One Ballot box kept for polling was locked in my presence and Shareholders/Proxies. After the time fixed for closing of poll the said locked ballot box was opened in my presence and two witnesses.

The polling papers were diligently scrutinized and reconciled with the records kept by the Company / Registrar & Transfer Agents of the Company and Authorization / Proxies lodged with the Company. The reconciliation of attendance records with polling papers indicated that ballots for 6 shareholders holding 205 shares in aggregate were found defective. 20 shareholders holding 216 shares in aggregate did not cast their votes.

A separate scrutinizer's report on Poll in MGT-13 has been issued.

I have unblocked the votes cast through the remote e- voting at NSDL on 30th September 2019 portal in presence of two witnesses who are not in employment of the Company. They have signed below, in confirmation of votes unblocked in their presence:

1. Name Deepari Selyal Kulshsestha Address: R-161, Vani Vikar, Utam Nagar, New Derhi - 110059 Signature .

2. Name Chandy lothout milter Address: 1/2070, A, UGP, Row www Lone loop, shuldan, peling

Signature



Based on the report downloaded from E- VOTING portal of NSDL and poll conducted at the venue of AGM, I submit the following combined Report:

Resolution No-1- (Ordinary Resolution) : To receive, consider and adopt the Audited Standalone and the audited Consolidated Financial Statements of the Company for the Year ended 31st March, 2019, together with Board's Report and reports Auditors' thereon;

Mode	No of members Voted	Votes in Favour	Votes against	Invalid Votes	Total	Result
		(a)	(b)		(a+b)	
e- voting	37	5841019	0	0	5841019	
Poll	26	303188	0	0	303188	Passed by Requisite Majority
Total	63	6144207		0	6144207	, mijorný
% of	fvotes	100.00	0.00	0	100.00	-

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Resolution No-2: (Ordinary Resolution) : To re-appoint a Director in the place of Mr. Bipin Agarwal (DIN: 00001276) who retires by rotation and being eligible offers himself for re-appointment;

Mode	No of members Voted	Votes in Favour	Votes against	Invalid Votes	Total	Result
		(a)	(b)		(a+b)	
e- voting	28	288284	I	514595*	288285	Passed by Requisite
Poll	26	303188	0	0	303188	Majority
Total	54	591472	1	514595	591473	
% of	votes	100.00	0.00		100.00	_

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* 514595 Votes for one shareholder has been found invalid.



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Resolution No-3: (Ordinary Resolution) : Appointment of Mr. Parabhat Kumar Srivastava (DIN: 07600968) as a Non Executive and Non Independent Director;

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Mode	No of members Voted	Votes in Favour	Vo <u>t</u> es against	Invalid Votes	Total	Result
	April and the second	(a)	(b)		(a+b)	
e- voting	37	5841018	Î	. 0	5841019	Passed by Requisite Majority
Poll	26	303188	0	0	303188	
Total	63	6144206	1	0	6144207	
% of	votes	100.00	0.00		100.00	

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Resolution No-4: (Ordinary Resolution) : Appointment of Mr. Lalit Agarwal (DIN: 00003903) as a Non Executive and Non Independent Director;

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No of members Voted	bers Favour	Votes against	Invalid Votes	Total	Result
	(a)	(b)		(a+b)	
37	5841018	1	0	5841019	Passed by Requisite Majority
26	303188	0	0	303188	
63	6144206	1	0	6144207	-
votes	100.00	0.00		100.00	
	members Voted 37 26 63	members Favour Voted (a) 37 5841018 26 303188 63 6144206	members Voted Favour against (a) (b) 37 5841018 1 26 303188 0 63 6144206 1	members Voted Favour against Votes (a) (b) (b) (b) (b) (c) (c)	members Voted Favour against Votes Total (a) (b) (a+b) 37 5841018 1 0 5841019 26 303188 0 0 303188 63 6144206 1 0 6144207

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Mode	No of members Voted	Votes in Favour (a)	Votes against (b)	Invalid Votes	Total (a+b)	Result
e- voting	37	5841018	1	0	5841019	Passed by Requisite
Poll	26	303188	0	0	303188	Majority
Total	63	6144206	1	0	6144207	
% of	votes	100.00	0.00		100.00	

Resolution No-5: (Special Resolution): Re-appointment of Mr. Surinder Singh Chawala (DIN: 00398131) as a Non Executive Independent Director;



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Resolution No-6: (Special Resolution) : Re-appointment of Mrs. Anu Rai (DIN: 07132809) as a Non Executive Independent Director (woman);

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Mode	No of members Voted	Votes in Favour (a)	Votes against (b)	Invalid Votes	Total (a+b)	Result
Poll	26	303188	0	0	303188	
Total	63	6144206	1	0	6144207	
% of	votes	100.00	0	1	100.00	



Resolution No-7: (Special Resolution): Re-appointment of Mr. Bipin Agarwal (DIN: 00001276) as Managing Director & designate him Chairman and Managing Director;

Mode	No of members Voted	Votes in Favour	Votes against	Invalid Votes	Total	Result
	1	(a)	(b)		(a+b)	
e- voting	29	288284	1	-516595*	288285	Passed by Requisite
Poll	26	303188	0	0	303188	Majority
Total	55	591472	1	516595	591473	
% of	votes	100.00	0		100.00	-

* 516595 Votes for Two shareholders have been found invalid.

The register and relevant records related to poll e-Voting shall remain in our custody until the Chairman consider, approve and signs the minutes and thereafter the records will be handed over to Company for safe keeping.

Thanking You,

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Yours Faithfully

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KAPIL DEV VASHISTH Company Secretaries (Scrutinizer) M. No. F- 5898 C.P- 5458



Counter signed by person Authorized to receive the report (Sahil Agarwal) Company Secretary Membership No. A36817