



NIMBUS PROJECTS LIMITED

(An ISO 9001 : 2008 Certified Company)

CIN : L74899DL1993PLC055470

ENTERPRISE
REAL
ESTATE

Ref: NPL/BSE/2021-22/46

To,
The Manager
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Rotunda Building, Dalal Street,
Mumbai-400 023

Scrip Code: 511714
Scrip ID: NIMBSPROJ

Subject: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) - Proceedings of the 28th Annual General Meeting of the Company held on Thursday, September 30, 2021

Dear Sir,

Pursuant to Regulation 30 read with Para -A, Part-A of Schedule-III of the Listing Regulations, please find enclosed herewith proceedings of the 28th Annual General Meeting (AGM) of the Company held on Thursday, September 30, 2021 at 11:36 a.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), in accordance with the Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and in compliance with other applicable provisions of the Companies Act, 2013 read with Rules made thereunder.

The voting results of AGM under Regulation 44 of Listing Regulations shall be submitted by the Company separately.

We request you to take the same on record.

Thanking you,

Yours faithfully,

For Nimbus Projects Limited


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



Encl: as above



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PROCEEDINGS OF THE 28TH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF NIMBUS PROJECTS LIMITED ("THE COMPANY") HELD THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) ON THURSDAY, THE 30TH DAY OF SEPTEMBER 2021, COMMENCED AT 11.36 A.M. AND CONCLUDED AT 11:53 A.M. IST

The 28th Annual General Meeting (AGM) of the members of the Company was held on Thursday, September 30, 2021 at 11:36 A.M. through Video Conferencing (VC), in compliance with General Circular No.14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, and General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs ("MCA"); and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars"); and as per applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder.

The meeting concluded at 11:53 A.M. on the same day.

Mr. Sahil Agarwal, the Company Secretary & Compliance Officer of the Company welcomed the Members, to the 28th Annual General Meeting of the Company who joined the meeting through Video Conferencing (VC)/ Other Audio Visual Mode (OAVM). He briefed the members about certain points regarding the participation and voting at the meeting.

The Company Secretary requested the Chairman to start the proceedings of the AGM.

Mr. Bipin Agarwal, the Chairman & Managing Director of the Company, Chaired the meeting. After ascertaining the requisite quorum being present, the Chairman called the meeting to order.

The Chairman welcomed the other directors, officers of the Company and the auditors present at the meeting.

The following directors, officers and the auditors participated at the AGM:

- | | |
|---|---|
| 1. Mr. Bipin Agarwal | - Chairman & Managing Director |
| 2. Mr. Surender Singh Chawla | - Independent Director and the Chairman of Audit Committee |
| 3. Mr. Debashis Nanda | - Independent Director |
| 4. Ms. Anu Rai | - Independent Director and the Chairman of Stakeholders' Relationship Committee and the Nomination and Remuneration Committee |
| 5. Mr. Rajeev Kumar Asopa | - Proposed appointee as Director |
| 6. Mr. Jitendra Kumar | - Chief Financial officer |
| 7. Mr. Sunil Bhansali on behalf of M/s. Oswal Sunil & Company | - Statutory Auditors |
| 8. Mr. Kapil Dev Vashisth | - Secretarial Auditors & Scrutinizer |
| 9. Mr. Tarun Goyal
M/s Goyal Tarun & Associates | - Internal Auditors |

The Chairman welcomed the members to the 28th Annual General Meeting. He informed the members that due to COVID-19 pandemic situation and to ensure social distancing norms, the AGM was conducted through Video Conferencing / other Audio Visual Means in accordance with the Circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"); and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations, 2015.

The Chairman addressed the members about the impact of COVID-19 on real estate sector and its impact on the financial performance of the Company. He also presented the financial performance of the Company for the financial year ended March 31, 2021. The Chairman also presented the updated summary of the projects being developed by the Company.





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The Chairman also informed the members that the statutory documents, registers and reports were placed at the AGM for inspection electronically. The members were provided an opportunity to inspect all the documents referred to in the notice by writing to the company at its email ID, i.e., secretarial@nimbusgroup.net till the date of AGM.

With the consent of the members, the notice convening the 28th AGM was taken as read.

The following agenda as stated in the notice of 28th AGM were taken up the Chairman:

AGENDA NO. 1 (ORDINARY RESOLUTION)

To receive, consider and adopt the Audited Standalone and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with reports of the Board and the Auditors' thereon;

The Chairman stated that there were no qualifications, adverse or negative remarks etc in the Statutory Auditors' Report.

The Chairman further stated that the Statutory Auditors' Report and the Secretarial Auditors' Report read with annual accounts were self-explanatory; therefore, no further explanation was required.

With the permission of the members the Board's Report and the Auditors' Reports read with Financial Statements (Standalone and Consolidated) for the financial year 2020-21 were taken as read.

AGENDA 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.

AGENDA NO. 3 (ORDINARY RESOLUTION)

To re-appoint M/s. Oswal Sunil & Company, Chartered Accountants, as the Statutory Auditors of the Company and to fix their remuneration.

The Chairman informed the members that M/s. Oswal Sunil & Company, Chartered Accountants, a Delhi based firm, was appointed as the Statutory Auditors of the Company by the members at the 23rd Annual General Meeting held on September 30, 2016 for a period of five years. Their tenure was going to complete at the 28th AGM.

The Chairman further stated that the said firm was proposed to be re-appointed for another term of 5 (five) financial years from the conclusion of the 28th Annual General Meeting until the conclusion of the 33rd Annual General Meeting of the Company to be held in the year 2026.

AGENDA NO. 4 (ORDINARY RESOLUTION)

To appoint Mr. Rajeev Kumar Asopa (DIN: 00001277) as a Non-Executive and Non-Independent Director.

The Chairman briefed the members about the profile of Mr. Rajeev Kumar Asopa, proposed to be appointed as a director under the category of Non-Executive and Non Independent Director.





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Questions & Answers session and conclusion:

With the permission of Chair, the Company Secretary opened the 'Questions & Answers' (Q&As) floor for the members who had registered themselves as 'speakers' to ask questions or express their views. Mr. Bipin Agarwal, the Chairman & Managing Director replied the queries and provided necessary clarifications to said member.

The Chairman thanked the members for attending the meeting and further informed that the results on voting would be announced on or before the October 01, 2021 and the same would be intimated to Stock Exchanges and would be uploaded on the website of the Company and the NSDL.

The Chairman then authorized the Company Secretary to appraise the members about the e-voting process and declared the meeting concluded.

Mr. Sahil Agarwal, Company Secretary thanked the Chair.

The Company Secretary informed the members about the following points:

- that the Company had provided the remote e-voting facility through NSDL System. The remote e-voting period commenced on 9.00 A.M. on Monday, September 27, 2021 and ended on Wednesday, September 29, 2021 at 5.00 P.M. The Members who had not voted through remote e-voting could cast their votes through e-voting facility during the AGM.
- that e-voting would remain open for 30 minutes from end of the AGM. The system administrator would disable the voting after 30 minutes.
- that Mr. Kapil Dev Vashisth, Practicing Company Secretary was appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- that a combined results of remote e-voting as well as e-voting at AGM would be separately disseminated within 48 hours of conclusion of the AGM to the Stock Exchange (i.e. BSE Limited), and would also be uploaded on the websites of the Company and the NSDL.

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