

NPL/BSE/2024-25/116

March 31, 2025

The Manager
Department of Corporate Relationship,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai - 400001

Scrip Code: 511714
Scrip ID: NIMBSPROJ

Subject: - Submission of Voting Results of Postal Ballot through remote e-Voting process

Dear Sir/Madam,

This is in continuation of our letter dated February 24, 2025 under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and our letter dated February 27, 2025, enclosing a copy of the Postal Ballot Notice, seeking approval of the Members of the Company by way of Ordinary/ Special Resolution through the remote e-Voting process in respect of the following resolution of the Company:

| S.No. | Type of Resolution | Description of Resolution |
|--------------|---------------------------|---|
| 1. | Ordinary Resolution | To appoint Mr. Sahil Agarwal (DIN: 06406139) as a Non-Executive Non-Independent Director |
| 2. | Special Resolution | To approve sale of equity shares held by the company in Golden Palms Facility Management Private Limited, an Associate Company, to World Resorts Limited |
| 3. | Special Resolution | To approve Material Related Party Transaction(s) for varying the terms & conditions of capital contribution held by the company in IITL-Nimbus, The Palm Village, a joint venture partnership firm |
| 4. | Special Resolution | To approve Material Related Party Transaction(s) for varying the terms & conditions of capital contribution held by the company in IITL-Nimbus, The Express Park View, a joint venture partnership firm |
| 5. | Special Resolution | To approve Material Related Party Transaction(s) for withdrawal of capital contribution held by the company in IITL-Nimbus, The Hyde Park, Noida, a joint venture partnership firm |
| 6. | Special Resolution | To approve borrowing limits of the company |

| | | |
|----|--------------------|---|
| 7. | Special Resolution | To authorize creation of charge on the assets of the company |
| 8. | Special Resolution | To authorize the board to make loan(s) or give guarantee(s), provide security(ies) or make investment(s) in excess of the prescribed limit under section 186 of the Companies Act, 2013 |

The remote e-Voting process concluded on Saturday, March 29, 2025, at 5.00 p.m. (IST), post which the Scrutinizer has submitted the Report on the voting results of the Postal Ballot. Based on the Report of the Scrutinizer, we hereby inform that the above resolutions were passed by the Members with requisite majority.

Accordingly, we are enclosing herewith the following:

- i. Voting Results of the said Postal Ballot through remote e-Voting, in relation to aforesaid resolutions, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – “**Annexure A**”.
- ii. The Scrutinizer’s Report dated March 31 2025, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20, 22 of the Companies (Management and Administration) Rules, 2014 – “**Annexure B**.”

The aforesaid Voting Results along with the Scrutinizer’s Report are available on the Company’s website at www.nimbusprojectsLtd.com. and on the website of National Securities Depository Limited at www.evoting.nsdl.com.

You are requested to kindly take the same on records.

Thanking you,

Yours faithfully

For Nimbus Projects Limited

Ritika Aggarwal
(Company Secretary & Compliance Officer)
M. No.: A69712

Encl: as above



“Annexure-A”

Voting Results of Postal Ballot Activity through remote e-Voting

| | |
|--|--|
| Date of AGM/EGM | Not Applicable The Resolutions have been passed through Postal Ballot on March 29, 2025 |
| Total number of shareholders on record date (i.e. February 25, 2025 cut-off date for voting purpose) | 2292 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | Not Applicable (Resolutions passed through Postal Ballot) |
| No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public: | Not Applicable (Resolutions passed through Postal Ballot) |

| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | TO APPOINT MR. SAHIL AGARWAL (DIN: 06406139) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR | | | | |
| 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 | 5559534 | 5550734 | 99.8417 | 5550734 | 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 | | 5550734 | 5550734 | 99.8417 | 5550734 | 0 | 100.0000 |
| 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 |
| Public- Non Institutions | E-Voting | 5278466 | 1966716 | 37.2592 | 1966670 | 46 | 99.9977 | 0.0023 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 1966716 | 1966716 | 37.2592 | 1966670 | 46 | 99.9977 |
| Total | | 10838000 | 7517450 | 69.3620 | 7517404 | 46 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosures of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | TO APPROVE SALE OF EQUITY SHARES HELD BY THE COMPANY IN GOLDEN PALMS FACILITY MANAGEMENT PRIVATE LIMITED ('GPFM'), AN ASSOCIATE COMPANY, TO WORLD RESORTS LIMITED, A RELATED PARTY | | | | |
| 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 | 5559534 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5559534 | 0 | 0.0000 | 0 | 0 | 0 |
| 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 |
| Public- Non Institutions | E-Voting | 5278466 | 1786936 | 33.8533 | 1786891 | 45 | 99.9975 | 0.0025 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5278466 | 1786936 | 33.8533 | 1786891 | 45 | 99.9975 |
| Total | | 10838000 | 1786936 | 16.4877 | 1786891 | 45 | 99.9975 | 0.0025 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosures of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution (3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) FOR VARYING THE TERMS & CONDITIONS OF CAPITAL CONTRIBUTION HELD BY THE COMPANY IN IITL-NIMBUS, THE PALM VILLAGE, A JOINT VENTURE PARTNERSHIP FIRM | | | | |
| 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 | 5559534 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5559534 | 0 | 0.0000 | 0 | 0 | 0 |
| 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 |
| Public- Non Institutions | E-Voting | 5278466 | 1786936 | 33.8533 | 1786891 | 45 | 99.9975 | 0.0025 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5278466 | 1786936 | 33.8533 | 1786891 | 45 | 99.9975 |
| Total | | 10838000 | 1786936 | 16.4877 | 1786891 | 45 | 99.9975 | 0.0025 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosures of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution (4) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) FOR VARYING THE TERMS & CONDITIONS OF CAPITAL CONTRIBUTION HELD BY THE COMPANY IN IITL-NIMBUS, THE EXPRESS PARK VIEW, A JOINT VENTURE PARTNERSHIP FIRM | | | | |
| 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 | 5559534 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5559534 | 0 | 0.0000 | 0 | 0 | 0 |
| 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 |
| Public- Non Institutions | E-Voting | 5278466 | 1786936 | 33.8533 | 1786891 | 45 | 99.9975 | 0.0025 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5278466 | 1786936 | 33.8533 | 1786891 | 45 | 99.9975 |
| Total | | 10838000 | 1786936 | 16.4877 | 1786891 | 45 | 99.9975 | 0.0025 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosures of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution (5) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) FOR WITHDRAWAL OF CAPITAL CONTRIBUTION HELD BY THE COMPANY IN IITL-NIMBUS, THE HYDE PARK, NOIDA, A JOINT VENTURE PARTNERSHIP FIRM | | | | |
| 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 | 5559534 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5559534 | 0 | 0.0000 | 0 | 0 | 0 |
| 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 |
| Public- Non Institutions | E-Voting | 5278466 | 1786936 | 33.8533 | 1786891 | 45 | 99.9975 | 0.0025 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5278466 | 1786936 | 33.8533 | 1786891 | 45 | 99.9975 |
| Total | | 10838000 | 1786936 | 16.4877 | 1786891 | 45 | 99.9975 | 0.0025 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosures of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution (6) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | TO APPROVE BORROWING LIMITS OF THE COMPANY | | | | |
| 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 | 5559534 | 5550734 | 99.8417 | 5550734 | 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 | | 5559534 | 5550734 | 99.8417 | 5550734 | 0 | 100.0000 |
| 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 |
| Public- Non Institutions | E-Voting | 5278466 | 1966716 | 37.2592 | 1966671 | 45 | 99.9977 | 0.0023 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5278466 | 1966716 | 37.2592 | 1966671 | 45 | 99.9977 |
| Total | | 10838000 | 7517450 | 69.3620 | 7517405 | 45 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosures of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution (7) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | TO AUTHORIZE CREATION OF CHARGE ON THE ASSETS OF THE COMPANY | | | | |
| 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 | 5559534 | 5550734 | 99.8417 | 5550734 | 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 | | 5550734 | 5550734 | 99.8417 | 5550734 | 0 | 100.0000 |
| 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 |
| Public- Non Institutions | E-Voting | 5278466 | 1966716 | 37.2592 | 1966671 | 45 | 99.9977 | 0.0023 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 1966716 | 1966716 | 37.2592 | 1966671 | 45 | 99.9977 |
| Total | | 10838000 | 7517450 | 69.3620 | 7517405 | 45 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosures of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution (8) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | TO AUTHORIZE THE BOARD TO MAKE LOAN(S) OR GIVE GUARANTEE(S), PROVIDE SECURITY(IES) OR MAKE INVESTMENT(S) IN EXCESS OF THE PRESCRIBED LIMIT UNDER SECTION 186 OF THE COMPANIES ACT, 2013 | | | | |
| 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 | 5559534 | 5550734 | 99.8417 | 5550734 | 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 | | 5559534 | 5550734 | 99.8417 | 5550734 | 0 | 100.0000 |
| 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 |
| Public- Non Institutions | E-Voting | 5278466 | 1966716 | 37.2592 | 1966671 | 45 | 99.9977 | 0.0023 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 5278466 | 1966716 | 37.2592 | 1966671 | 45 | 99.9977 |
| Total | | 10838000 | 7517450 | 69.3620 | 7517405 | 45 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosures of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |



KAPIL DEV VASHISTH
Company Secretaries

F-745-A, S/F Flat,
Near Krishna Mandir,
Ganesh Nagar-II,
Shakarpur, Delhi-110092
Mob.-9810473337
e-mail:kdonnet@rediffmail.com

SCRUTINIZER'S REPORT
Postal Ballot

[Pursuant to Sections 108, 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Nimbus Projects Limited,
1001-1006, 10th Floor, Narain Manzil,
23, Barakhamba Road,
New Delhi-110 001

Date : 31.03.2025

Sub: Scrutinizer's Report on postal ballot through remote e-voting in respect of passing of resolutions set-out in the notice dated 24th February, 2025

I, **Kapil Dev Vashisth**, Practicing Company Secretaries, Delhi have been appointed as the Scrutinizer by Nimbus Projects Limited (the 'Company') vide Board Resolution dated 24.02.2025 for conducting the Postal Ballot e-voting process in a fair and transparent manner in respect of all resolutions as stated in the Postal Ballot Notice dated Monday, February 24, 2025 (the 'Postal Ballot Notice').

Management Responsibility

The management is responsible for ensuring the compliance under the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended read with General Circular No 09/2024 dated 19.09.2024 and other circulars issued by the Ministry of Corporate Affairs (MCA Circulars), Secretarial Standards issued by Institute of Company Secretaries of India and any other applicable laws for the time being in force in respect of postal ballot through remote e-voting.

The postal ballot notice dated Monday, February 24, 2025 containing resolutions along with explanatory statements setting out material facts under Section 102 of the Act was sent through electronic mode to those members whose e-mails were registered with the Company/ Depositories.

Scrutinizer's Responsibility

My responsibility as a scrutinizer for the voting process through Postal Ballot by remote e-voting is restricted to ensure that the voting process was conducted in a fair and transparent manner and make the Scrutinizer's Report of the votes cast "in favour" or "against" for the above-mentioned resolutions, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide remote e-voting facility.





KAPIL DEV VASHISTH
Company Secretaries

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Near Krishna Mandir,
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Shakarpur, Delhi-110092
Mob.-9810473337
e-mail:kdonnet@rediffmail.com

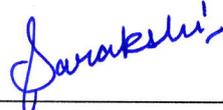
Cut off date

The members of the Company holding shares as on the cut- off date Tuesday, February 25, 2025 were entitled to vote on the resolution as contained in the postal ballot notice.

Postal Ballot Process

In accordance with the Postal Ballot Notice and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014, the Postal ballot through e-voting commenced at 9.00 a.m. IST, Friday, February 28, 2025, and closed at 5.00 p.m. IST, Saturday March 29, 2025, and the e-voting module was blocked by NSDL thereafter.

The Votes cast under e-voting were thereafter unblocked and downloaded on March, 30,2025 from the portal of NSDL, and was witnessed by two witnesses, who are not in the employment of the Company and / or the NSDL. They have signed below in confirmation of the same:


(Sarakshi Srivastava)


(Naresh Dutt Sharma)

I have scrutinized and reviewed the remote e-voting based on the data downloaded from the NSDL e-voting system, at <https://www.evoting.nsdl.com>.

Postal Ballot Result

Now, I submit my report as under on the results of the remote e-voting in respect of the Resolutions:

RESOLUTION NO. 1 - TO APPOINT MR. SAHIL AGARWAL (DIN: 06406139) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR- ORDINARY RESOLUTION :

| Mode | Number of members voted | | | Number of votes cast in favour (a) | Number of votes cast in Against (b) | Total Valid Votes Cast (a)+(b) | Results |
|---------------------------------------|-------------------------|---------------|---------------------|---------------------------------------|--|-----------------------------------|---|
| | Voted in favour | Voted against | Total members Voted | | | | |
| Postal Ballot through Remote e-voting | 71 | 11 | 82 | 7517404 | 46 | 7517450 | The resolution passed with requisite majority |
| Total | 71 | 11 | 82 | 7517404 | 46 | 7517450 | |
| % of Votes | | | | 99.9994 | 0.0006 | 100.0000 | |





KAPIL DEV VASHISTH
Company Secretaries

F-745-A, S/F Flat,
Near Krishna Mandir,
Ganesh Nagar-II,
Shakarpur, Delhi-110092
Mob.-9810473337
e-mail:kdonnet@rediffmail.com

RESOLUTION NO. 2: TO APPROVE SALE OF EQUITY SHARES HELD BY THE COMPANY IN GOLDEN PALMS FACILITY MANAGEMENT PRIVATE LIMITED ('GPFM'), AN ASSOCIATE COMPANY, TO WORLD RESORTS LIMITED, A RELATED PARTY- SPECIAL RESOLUTION:

| Mode | Number of members voted | | | Number of votes cast in favour | Number of votes cast in Against | Total Valid Votes Cast | Results |
|---------------------------------------|-------------------------|---------------|---------------------|--------------------------------|---------------------------------|------------------------|--|
| | Voted in favour | Voted against | Total members Voted | (a) | (b) | (a)+(b) | |
| Postal Ballot through Remote e-voting | 60 | 10 | 70 | 1786891 | 45 | 1786936 | <i>The resolution passed with requisite majority</i> |
| Total | 60 | 10 | 70 | 1786891 | 45 | 1786936 | |
| % of Votes | | | | 99.9975 | 0.0025 | 100.0000 | |

RESOLUTION NO. 3: TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) FOR VARYING THE TERMS & CONDITIONS OF CAPITAL CONTRIBUTION HELD BY THE COMPANY IN IITL-NIMBUS, THE PALM VILLAGE, A JOINT VENTURE PARTNERSHIP FIRM- SPECIAL RESOLUTION:

| Mode | Number of members voted | | | Number of votes cast in favour | Number of votes cast in Against | Total Valid Votes Cast | Results |
|---------------------------------------|-------------------------|---------------|---------------------|--------------------------------|---------------------------------|------------------------|--|
| | Voted in favour | Voted against | Total members Voted | (a) | (b) | (a)+(b) | |
| Postal Ballot through Remote e-voting | 60 | 10 | 70 | 1786891 | 45 | 1786936 | <i>The resolution passed with requisite majority</i> |
| Total | 60 | 10 | 70 | 1786891 | 45 | 1786936 | |
| % of Votes | | | | 99.9975 | 0.0025 | 100.0000 | |





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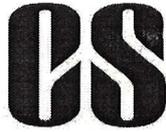
RESOLUTION NO. 4 : TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) FOR VARYING THE TERMS & CONDITIONS OF CAPITAL CONTRIBUTION HELD BY THE COMPANY IN IITL-NIMBUS, THE EXPRESS PARK VIEW, A JOINT VENTURE PARTNERSHIP FIRM- SPECIAL RESOLUTION:

| Mode | Number of members voted | | | Number of votes cast in favour | Number of votes cast in Against | Total Valid Votes Cast | Results |
|---------------------------------------|-------------------------|---------------|---------------------|--------------------------------|---------------------------------|------------------------|--|
| | Voted in favour | Voted against | Total members Voted | (a) | (b) | (a)+(b) | |
| Postal Ballot through Remote e-voting | 60 | 10 | 70 | 1786891 | 45 | 1786936 | <i>The resolution passed with requisite majority</i> |
| Total | 60 | 10 | 70 | 1786891 | 45 | 1786936 | |
| % of Votes | | | | 99.9975 | 0.0025 | 100.0000 | |

RESOLUTION NO. 5 : TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) FOR WITHDRAWAL OF CAPITAL CONTRIBUTION HELD BY THE COMPANY IN IITL-NIMBUS, THE HYDE PARK, NOIDA, A JOINT VENTURE PARTNERSHIP FIRM- SPECIAL RESOLUTION:

| Mode | Number of members voted | | | Number of votes cast in favour | Number of votes cast in Against | Total Valid Votes Cast | Results |
|---------------------------------------|-------------------------|---------------|---------------------|--------------------------------|---------------------------------|------------------------|--|
| | Voted in favour | Voted against | Total members Voted | (a) | (b) | (a)+(b) | |
| Postal Ballot through Remote e-voting | 60 | 10 | 70 | 1786891 | 45 | 1786936 | <i>The resolution passed with requisite majority</i> |
| Total | 60 | 10 | 70 | 1786891 | 45 | 1786936 | |
| % of Votes | | | | 99.9975 | 0.0025 | 100.0000 | |





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RESOLUTION NO. 6 : TO APPROVE BORROWING LIMITS OF THE COMPANY- SPECIAL RESOLUTION:

| Mode | Number of members voted | | | Number of votes cast in favour | Number of votes cast in Against | Total Valid Votes Cast | Results |
|---------------------------------------|-------------------------|---------------|---------------------|--------------------------------|---------------------------------|------------------------|--|
| | Voted in favour | Voted against | Total members Voted | (a) | (b) | (a)+(b) | |
| Postal Ballot through Remote e-voting | 72 | 10 | 82 | 7517405 | 45 | 7517450 | <i>The resolution passed with requisite majority</i> |
| Total | 72 | 10 | 82 | 7517405 | 45 | 7517450 | |
| % of Votes | | | | 99.9994 | 0.0006 | 100.0000 | |

RESOLUTION NO. 7 :TO AUTHORIZE CREATION OF CHARGE ON THE ASSETS OF THE COMPANY- SPECIAL RESOLUTION:

| Mode | Number of members voted | | | Number of votes cast in favour | Number of votes cast in Against | Total Valid Votes Cast | Results |
|---------------------------------------|-------------------------|---------------|---------------------|--------------------------------|---------------------------------|------------------------|--|
| | Voted in favour | Voted against | Total members Voted | (a) | (b) | (a)+(b) | |
| Postal Ballot through Remote e-voting | 72 | 10 | 82 | 7517405 | 45 | 7517450 | <i>The resolution passed with requisite majority</i> |
| Total | 72 | 10 | 82 | 7517405 | 45 | 7517450 | |
| % of Votes | | | | 99.9994 | 0.0006 | 100.0000 | |





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RESOLUTION NO. 8 : TO AUTHORIZE THE BOARD TO MAKE LOAN(S) OR GIVE GUARANTEE(S), PROVIDE SECURITY(IES) OR MAKE INVESTMENT(S) IN EXCESS OF THE PRESCRIBED LIMIT UNDER SECTION 186 OF THE COMPANIES ACT, 2013- SPECIAL RESOLUTION:

| Mode | Number of members voted | | | Number of votes cast in favour | Number of votes cast in Against | Total Valid Votes Cast | Results |
|---------------------------------------|-------------------------|---------------|---------------------|--------------------------------|---------------------------------|------------------------|--|
| | Voted in favour | Voted against | Total members Voted | (a) | (b) | (a)+(b) | |
| Postal Ballot through Remote e-voting | 72 | 10 | 82 | 7517405 | 45 | 7517450 | <i>The resolution passed with requisite majority</i> |
| Total | 72 | 10 | 82 | 7517405 | 45 | 7517450 | |
| % of Votes | | | | 99.9994 | 0.0006 | 100.0000 | |

Custody of Records

All electronic data and relevant records of e-voting have been handed over to the Company Secretary for safe keeping.

Based on the above information, you may kindly announce the results.

Thanking You,

Yours Faithfully,

KAPIL DEV VASHISTH

Company Secretaries
(Scrutinizer)
M. No. F- 5898
C.P- 5458
P.R No-1389/21
ICSI UDIN : F005898F004182048



Counter signed by

Person authorized by the Chairman to receive the Report

Rajeev Kumar Asopa
Director
DIN: 00001277