

TERRAFORM REALSTATE LIMITED

Corporate Identity Number: L27200MH1985PLC035841

July 02, 2021

To,
Department of Corporate Services - CRD
BSE Limited
P.J. Towers, Dalal Street,
Mumbai- 400 001.

Company Code: 512157

Dear Sir/Madam,

Sub: Terraform Realstate Limited: Compliance pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations")

Pursuant to Regulation 30 of the Listing Regulations, please find enclosed copies of extract of Audited Financial Results of the Company for the Fourth Quarter and Financial Year ended March 31, 2021 published today in Navshakti (Marathi) newspaper and Free Press Journal (English) newspaper in accordance with Regulation 47 of the Listing Regulations.

We request you to take the above information on record.

Thanking You

Yours Faithfully,
FOR TERRAFORM REALSTATE LIMITED



Ms. Nisha Chavan
Company Secretary & Compliance Officer

Encl.: As above

SETUBANDHAN INFRASTRUCTURE LIMITED				
(Formerly known as Prakash Constrowell Limited)				
CIN : L45200MH1996PLC095941				
Regd. Office : The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik-422 002				
Phone : 0253 2315269 Website : www.prakashconstro.com E-mail : info@prakashconstro.com				
Extract of Audited Consolidated Financial Results for the quarter & year ended March 31, 2021				
(Rs. in lakhs)				
Particulars	Quarter ended			Year Ended
	31/03/2021	31/12/2020	31/03/2020	31/03/2021
Revenue from Operations	2,785.18	1,144.31	5,726.08	5,589.39
Profit before exceptional items and tax	(296.80)	7.49	(1,841.95)	(2,831.96)
Profit before tax	(296.80)	7.49	(1,841.95)	(2,831.96)
Profit for the year	(315.79)	3.02	(1,860.45)	(2,857.91)
Total Comprehensive Income (after tax)	(321.06)	3.02	(1,819.58)	(2,852.64)
Paid up Equity Share Capital (of Re. 1 each)	1,256.78	1,256.78	1,256.78	1,256.78
Other Equity excluding Revaluation Reserve				
Earnings per equity share (of Re. 1 each)				
Basic and Diluted	(0.26)	-	(1.45)	(2.27)
Notes :				
1. The Audit Committee has reviewed the above results and the Board of Directors has approved the above results at their respective meetings held on June 30, 2021. The Statutory Auditors of the Company have carried out a Limited Review of the aforesaid results.				
2. Additional information on standalone financial results is as follows :				
(Rs. in lakhs)				
Particulars	Quarter ended			Year Ended
	31/03/2021	31/12/2020	31/03/2020	31/03/2021
Revenue from Operations	2,294.96	808.89	4,028.93	4,160.20
Profit before exceptional items and tax	(214.51)	(6.83)	(1,820.55)	(2,771.99)
Profit before tax	(214.51)	(6.83)	(1,820.55)	(2,771.99)
Profit for the year	(240.50)	(6.83)	(1,845.66)	(2,797.98)
Total Comprehensive Income (after tax)	(235.22)	(6.83)	(1,804.79)	(2,792.71)
Paid up Equity Share Capital (of Re. 1 each)	1,256.78	1,256.78	1,256.78	1,256.78
Other Equity excluding Revaluation Reserve				
Earnings per equity share (of Re. 1 each)				
Basic and Diluted	(0.19)	(0.01)	(1.44)	(2.22)
3. The above is an extract of the detailed format of the standalone and consolidated financial results for the quarter & year ended March 31, 2021 filed with the Stock Exchanges pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the standalone and consolidated financial results for the quarter & year ended March 31, 2021 are available on the Stock Exchanges' website (www.bseindia.com and www.nseindia.com).				
For Setubandhan Infrastructure Limited Sd/- Prakash Laddha Director				
Place : Nashik Date : July 1, 2021				

- (e) the Sellers are subject to certain customary non-compete and non-solicit restrictions as set out in the Share Purchase Agreement. No separate consideration is payable for the same;
- (f) confidentiality clause that provides for standard obligations on the Acquirer and the Sellers to maintain confidentiality;
- (g) notice clause that sets out the various prescriptions with respect to the mode of communication and provides the address of correspondence between the Acquirer and the Sellers; and
- (h) governing law and jurisdiction clause that sets out the governing law for the Share Purchase Agreement to be the laws of India as well as sets out the dispute resolution mechanism in the event of any dispute with respect to the Share Purchase Agreement that may arise between the Acquirer and the Sellers.
6. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.
7. **Object of the Offer:** The Open Offer is being made under Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations since the Acquirer has entered into an agreement to acquire shares and voting rights in excess of 25.00% of the equity share capital of the Target Company and control over the Target Company. Following the completion of the Open Offer, the Acquirer intends to support the management of the Target Company in their efforts towards the sustained growth of the Target Company. The Target Company is one of the leading pan India diagnostic chains that conducts an array of medical diagnostic tests. The Acquirer proposes to continue with the existing activities.
- This Transaction is intended to assist in the creation of an integrated out-patient healthcare service provider allowing all its customers access to a complete range of healthcare services through technology driven service offerings including diagnostics, digital patient records, doctor consultation, health technology solutions, and associated supply chain, distribution, and allied services. Further, the consummation of the Transaction is expected to provide the PAC with an established brand, execution capabilities and laboratory infrastructure in the diagnostics services segment. This, combined with other offerings of PAC, is intended to allow customers to benefit from a one stop shop to meet their healthcare needs.
8. After completion of the Open Offer, the Acquirer may consider various options for distribution of capital to the shareholders of the Target Company from time to time including any buybacks (which may or may not be at a premium to the market price) or declaration of special or interim dividends to shareholders, in each case, subject to applicable laws. None of the Acquirer and the PAC or the Manager to the Offer make any assurance with respect to the Target Company or its board of directors considering, favourably or otherwise, any buyback or dividend proposed by the Acquirer. The Acquirer is merely making these disclosures in good faith and expressly disclaims its responsibility or obligation of any kind (except as required under applicable law) with respect to any decision by the board of directors or the shareholders of the Target Company.
9. Subsequent to the completion of the Open Offer, the Acquirer and the PAC reserve the right to streamline/restructure the operations, assets, liabilities and/or businesses of the Target Company through arrangement/reconstruction, restructuring, buybacks, merger, demerger/delisting of the Equity Shares of the Target Company from the Stock Exchanges and/or sale of assets or undertakings, at a later date. The Acquirer and/or the PAC may also consider disposal of or otherwise encumbering any assets or investments of the Target Company or any of its subsidiaries, through sale, lease, reconstruction, restructuring and/or re-negotiation or termination of existing contractual/operating arrangements, for restructuring and/or rationalising the assets, investments or liabilities of the Target Company and/or its subsidiaries, whether within or outside the ordinary course of business, to improve operational efficiencies and for other commercial reasons. The board of directors of the Target Company will take decisions on these matters in accordance with the requirements of the business of the Target Company and in accordance with and as permitted by applicable law.

III. SHAREHOLDING AND ACQUISITION DETAILS

1. The current and proposed shareholding of the Acquirer and the PAC in the Target Company and the details of their acquisition are as follows:

Details	Acquirer		PAC	
	No.	%	No.	%
Shareholding as on the PA date.	Nil	Nil	Nil	Nil
Shares acquired between the PA date and the DPS date	Nil	Nil	Nil	Nil
Post Offer shareholding as of 10th Working Day after the closure (assuming no Equity Shares tendered in the Open Offer).	3,49,72,999 Equity Shares	66.14% of the issued and outstanding equity share capital of the Target Company and constituting 66.11% of the Expanded Voting Share Capital of the Target Company.	Nil	Nil
Post Offer shareholding as of 10th Working Day after the closure of the Open Offer (assuming the entire 26.00% is tendered in the Open Offer).	4,87,28,076 Equity Shares	92.16% of the issued and outstanding equity share capital of the Target Company and constituting 92.11% of the Expanded Voting Share Capital of the Target Company.	Nil	Nil

2. Except Mr. Sandeep Kumar Singh, director of PAC, who owns 212 Equity Shares of the Target Company constituting 0.00% of the Expanded Voting Share Capital of the Target Company, the Acquirer, the PAC and their respective directors and key employees do not have any shareholding in the Target Company as on the date of this Detailed Public Statement.

IV. OFFER PRICE

1. The Equity Shares of the Target Company are listed on the BSE and NSE.
2. The trading turnover in the Equity Shares of the Target Company based on the trading volumes during the twelve calendar months prior to the calendar month in which the PA is made, i.e., 1 June 2020 to 31 May 2021 (**Relevant Period**) on BSE and NSE is as under:

Stock Exchange	Total No. of Equity Shares of the Target Company traded during the Relevant Period (A)	Total No. of Equity Shares of the Target Company during the Relevant Period (B)	Traded turnover percentage (A/B)
NSE	6,88,92,065	5,28,57,217	130.34%
BSE	46,79,762	5,28,57,217	8.85%

Source: Certificate dated 25 June 2021 issued by Vishal Laheri & Associates, Chartered Accountants (Mr. Vishal R Laheri, Partner, Membership No. 115033).

3. Based on the above, in terms of Regulation 2(1)(j) of the SEBI (SAST) Regulations, the Equity Shares of the Target Company are frequently traded.
4. The Offer Price of ₹1300.00/-per Equity Share is justified in terms of Regulation 8(2) of the SEBI (SAST) Regulations, being the highest of:

A	The highest negotiated price per share of the Target Company under the agreement attracting the obligation to make a PA of this Open Offer	₹ 1,300.00 /-
B	The volume weighted average price paid or payable by the Acquirer or the PAC during the fifty two weeks immediately preceding the date of the PA	NA
C	The highest price paid or payable for any acquisition by the Acquirer or the PAC during the twenty six weeks immediately preceding the date of the PA	NA
D	The volume weighted average market price of Equity Shares of the Target Company for a period of sixty trading days immediately preceding the date of the PA as traded on the NSE, being the stock exchange where the maximum volume of trading in the shares of the Target Company are recorded during such period	₹1128.06/-
E	Where the shares are not frequently traded, the price determined by the Acquirer and the Manager to the Open Offer taking into account valuation parameters including, book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies	NA
F	The per equity share value computed under regulation 8(5) of the SEBI (SAST) Regulations, if applicable	NA ⁱⁱ⁾

Source: Certificate dated 25 June 2021 issued by Vishal Laheri & Associates, Chartered Accountants (Mr. Vishal R Laheri, Partner, Membership No. 115033).

Notes: (1) Not applicable since the acquisition is not an indirect acquisition.

- In view of the parameters considered and presented in the table in paragraph 4 above, the minimum offer price per Equity Share, under Regulation 8(2) of the SEBI (SAST) Regulations, is the highest of item numbers A to F above, i.e., is ₹ 1,300.00/- per Equity Share, and the same has been certified by Vishal Laheri & Associates, Chartered Accountants (Mr. Vishal R Laheri, Partner, Membership No. 115033).

6. There have been no corporate actions by the Target Company warranting adjustment of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations.

7. As on the date of this Detailed Public Statement, there is no revision in Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirer and PAC shall comply with Regulations 18(4) and 18(5) of the SEBI (SAST) Regulations and other applicable provisions of the SEBI (SAST) Regulations.

EXPO GAS CONTAINERS LTD.					
Regd. Office : 150, Sheriff Devji Street, Mumbai - 400 003.					
Tel No. 022-61319600, Website: www.expgas.com					
STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 31ST MAR, 2021					
Rs in lacs					
Particulars	Quarter Ending			Accounting Year Ending	
	Audited 31.03.2021	Unaudited 31.12.2020	Audited 31.03.2020	Audited 31.03.2021	Audited 31.03.2020
Total Income from Operations	1,439.84	1,486.88	1,436.51	4,831.21	5,056.74
Net Profit / (Loss) from Ordinary Activities before tax	(18.86)	34.86	(19.19)	60.23	67.40
Net Profit / (Loss) from Ordinary Activities after tax	(320.67)	34.86	(50.93)	(241.58)	35.66
Net Profit / (Loss) for the period after tax (after Extraordinary items)	(320.67)	34.86	(50.93)	(241.58)	35.66
Equity Share Capital	761.46	761.46	761.46	761.46	761.46
Reserves excluding Revaluation	1,416.79	1,658.37	1,658.37	1,416.79	1,658.37
Reserves (as per balance sheet) of previous accounting year.					
Earning Per Share.					
a) Before Extraordinary Items					
- Basic	(1.68)	0.18	(0.27)	(1.27)	0.19
- Diluted	(1.68)	0.18	(0.27)	(1.27)	0.19
b) After Extraordinary Items					
- Basic	(1.68)	0.18	(0.27)	(1.27)	0.19
- Diluted	(1.68)	0.18	(0.27)	(1.27)	0.19
Note: (1) The above is an extract of the detailed format of audited Financial results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the Quarterly Financial Results are available on the Stock Exchange Websites and on the Company's website www.expgas.com.					
2) Our Current Orders in Hand Position is approximately 120 crores.					
By order of the Board of Directors For Expo Gas Containers Limited Sd/- Hasanain S. Mewawala Managing Director (DIN - 00125472)					
Place: Mumbai Date : June 30, 2021					

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टेराफॉर्म रिअलस्टेट लिमिटेड

नॉड. कार्यालय : गोदरेज कॉलोनీअम, ए विंग, १६०१, १३ वा मजला, एलहार्ड नगरांग, इस्टर्न एक्स्प्रेस हाबलेशन, सायन (पूर्व), मुंबई-४०० ०२२, दृष्टिकोण : +९१-(२२)-६२०४९०००; सीआयएस: एल२०२०००एमएच१८८५पीएलसी१०४८४१
वेबसाइट : www.Terraformrealstate.com; ई-मेल : secretarial@terraformrealty.com
३१ मार्च, २०२१ रोजी संपलेल्या निमाही आणि वार्षिकित लेखापरिशिष्ट विवरण निकषांचा उतरा

(इंग्रिएस सुडुन रु. लाखांन)

अनु. क्र.	तपशील	संपलेली निमाही	संपलेले वर्ष		
		३१.०३.२०२१	३१.१२.२०२०	३१.०३.२०२०	३१.०३.२०२१
		लेखापरिशिष्ट	अलेखापरिशिष्ट	लेखापरिशिष्ट	लेखापरिशिष्ट
१.	प्रवर्तनातून एकूण उत्पन्न	०.००	०.००	०.००	०.००
२.	कालावधीसाठी निव्वळ नफा/(तोटा) (कार. अपवादनायक आणि/किंवा अनन्यसाधारण बाबींची)	(०.१४)	(०.२६)	(०.७३)	(४.८१)
३.	कालावधीसाठी कार्पस निव्वळ नफा/(तोटा) (अपवादनायक आणि/किंवा अनन्यसाधारण बाबींकरिता)	(०.१४)	(०.२६)	(०.७३)	(४.८१)
४.	कालावधीसाठी कोरान निव्वळ नफा/(तोटा) (अपवादनायक आणि/किंवा अनन्यसाधारण बाबींकरिता)	०.१३	(०.२६)	०.२५	(३.८३)
५.	कालावधीसाठी एकूण सार्वसाधारण उत्पन्न (कालावधीसाठी नफा/(तोटा) (कारिता) आणि इतर सार्वसाधारण उत्पन्न (कोरान) घटका)	०.१३	(०.२६)	०.२५	(४.८१)
६.	समयाचा मंडळ	५०.००	५०.००	५०.००	५०.००
७.	पुनर्वित्तवाकित राखीव बाजूत इतर वित्तवटी (मर्यादित वित्तवटी मंडळबंदनायकत्वामार्फत)	५०.००	५०.००	५०.००	५०.००
८.	प्रति समयाचा प्रती (प्रत्येकी रु. १०/- चे) (अडवित्त आणि वडवित्त कायकावधीसाठी) (वर्षावर्षिक)	०.०३	(०.०५)	०.०५	(०.७३)
९.	मुद्राभूत/संमिन्नित इरीएस	०.०३	(०.०५)	०.०५	(०.७३)

टीपण :

- सेबी (लिस्टिंग ऑब्लिगेशन्स अँड डिस्क्लोजर रिक्वायरमेंट्स) रेग्युलेशन्स, २०१५ च्या रेग्युलेशन ३३ अंतर्गत स्टॉक एक्स्चेंजकडे दाखल केलेल्या ३१ मार्च, २०२१ रोजी संपलेली निमाही व वार्षिकित लेखापरिशिष्ट विवरण निकषांचा तपशीलवार उतरा आहे. ३१ मार्च, २०२१ रोजी संपलेली निमाही व वार्षिकित विवरण निकषांची संपूर्ण विवरण स्टॉक एक्स्चेंजी वेबसाईट www.bseindia.com व कंपनीची वेबसाईट www.terraformrealstate.com व्हेर उपलब्ध असेल.
- वरील विवरण दिवशी तपशीलवार अडवित्त/वित्तवटी पुनर्वित्तवटीकित करणारा आले आणि त्यानंतर कंपनीच्या संचालक मंडळाकडून त्यांचा ३० जून, २०२१ रोजीच्या सध्याचे उतर करणारा असेल.
- वरील विवरणे कंपनी अडवित्तवटी, २०१३ च्या कडवस १३३ अंतर्गत वित्तित कॉन्वर्ज (इंडियन अकाउंटिंग स्टॅण्डर्ड्स, कडवस, २०१५ (इंड एएस)) ला अनुसरून आणि तपस्ये शोध पत्र अन्व मान्यताप्राप्त लेखा तट्टी आणि योग्ये तस अनुसरून बनवली आहेत.
- चालू कालावधीच्या वार्षिकितानी सुमारे होयवाकित आस्वत्केरनुसार मर्यादित कालावधीची आकडेवारी पुनर्वित्तित आणि पुनर्वित्तित केली आहे.

टिकाण : मुंबई

दिनांक : ३० जून, २०२१

संचालक मंडळाच्यावतीने आणि करिता

टेराफॉर्म रिअलस्टेट लिमिटेड

विमल के. शाह (संचालक : डीआयएल - ०००१६०४०)

* Date falling on the 10th Working Day prior to the commencement of the Tendering Period. The Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the Letter of Offer would be sent. All the Public Shareholders (registered or unregistered) are eligible to participate in this Open Offer at any time prior to the closure of the Tendering Period.

The above timelines are indicative (prepared on the basis of timelines provided under the SEBI (SAST) Regulations) and may have to be revised accordingly.

VIII.PROCEDURE FOR TENDERING THE EQUITY SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER

- All the Public Shareholders of the Target Company, holding the Equity Shares whether in dematerialised form or physical form, registered or unregistered are eligible to participate in this Open Offer at any time during the Tendering Period for this Open Offer.
- The mechanism for acquisition of Equity Shares of the Target Company through stock exchange in terms of SEBI circular bearing reference number CIR/CFD/POLICYCELL/1/2015 dated 13 April 2015 and the SEBI circular bearing reference number CFD/DCR2/CIR/P/2016/131 dated 9 December 2016 are not available for this Open Offer.**
- As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated 3 December 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialised form with a depository with effect from 1 April 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMD/1/CIR/P/2020/144 dated 31 July 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well are eligible to tender their Equity Shares in this Open Offer as per the provisions of the SEBI (SAST) Regulations.
- Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date, i.e., the date falling on the 10th Working Day prior to the commencement of Tendering Period, or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Open Offer by submitting an application on a plain paper giving details set out below and in the Letter of Offer. In the alternate, such holders of the Equity Shares of the Target Company may apply in the form of acceptance-cum acknowledgement in relation to this Open Offer that will be annexed to the Letter of Offer, which may also be obtained from the SEBI website (<http://www.sebi.gov.in>) and from M/s Link Intime India Private Limited (**Registrar to the Offer**). The application is to be sent to the Registrar to the Offer at any of the collection centres that shall be mentioned in the Letter of Offer, so as to reach the Registrar to the Offer during business hours on or before 4:00 p.m. on the date of closure of the tendering period of this Offer, together with the depository participant ("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares of the Target Company to the special depository account ("**Escrow Demat Account**"), as per the details given below:

Name of the Depository Participant	Ventura Securities Limited
DPID	IN303116
Client ID	LI306730
Account Name	THYROCARE OPEN OFFER ESCROW DEMAT ACCOUNT
Depository	NSDL
Mode of Instruction	Off-market

Note: Public Shareholders having their beneficiary account with Central Depository Services Limited must use the inter-depository delivery instruction slip for the purpose of crediting their equity shares of the Target Company in favour of the Escrow Demat Account.

5. The detailed procedure for tendering the Equity Shares in the Open Offer will be available in the Letter of Offer, which shall be available on SEBI's website (www.sebi.gov.in).

IX. OTHER INFORMATION

- The PAC (a private company) periodically conducts funding rounds involving several investors, and consistent with such practice, the PAC intends to conduct another funding round where it will issue securities of the PAC to certain investors, at a price which shall be the same for all the investors of such funding round. Dr.A.Velumani (one of the Sellers) will participate in such funding round, along with other investors, and for this purpose a share subscription agreement has been entered, *inter-alia*, between the PAC and Dr.A.Velumani on 25 June 2021. Pursuant to such a funding round, Dr.A.Velumani will invest (in one or more tranches) an aggregate amount of ₹ 14,99,99,95,056 in the PAC and in lieu of such an investment, the PAC will issue to Dr. A. Velumani 18,53,224 equity shares of the PAC and 9,26,612 compulsorily convertible preference shares of the PAC aggregating to approximately 4.9% of the share capital of the PAC (on a fully diluted basis). Further, a deed of accession to the shareholders agreement of the PAC has been entered into between Dr.A.Velumani on 25 June 2021 wherein Dr.A.Velumani has agreed to adhere to the terms of the shareholders agreement of the PAC, upon becoming a shareholder of the PAC. Such deed of accession will become effective upon Dr.A.Velumani becoming a shareholder of the PAC.
- The Acquirer, the PAC and their respective directors accept full responsibility for the information contained in the Public Announcement and this Detailed Public Statement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company and/or the Sellers).
- The information pertaining to the Target Company and/or the Sellers contained in the Public Announcement or this Detailed Public Statement or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer has been compiled from information published or provided by the Target Company or the Sellers, as the case may be, or publicly available sources which has not been independently verified by the Acquirer or the PAC or the Manager. The Acquirer, the PAC and

