

TERRAFORM REALSTATE LIMITED

(Formerly known as Everest Fintrade Ltd)

Corporate Identity Number: L27200MH1985PLC035841

Corporate Service Department
BSE Limited, P.J. Towers, Dalal Street,
Mumbai- 400 001

Date-29/09/2017

Company Code: 512157

Name of the Company: Terraform Realstate Limited

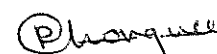
E-Mail Id of the Company: secretarial@terraformrealty.com

Summary of Proceedings of the 32nd Annual General Meeting as required under Regulation 30, Part- A of Schedule -III of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015.

The 32nd Annual General Meeting (AGM) of the Members of Terraform Realstate Limited (TRL) held on Thursday, 28th day of September 2017 at 04: PM at the Registered office of the Company i.e. Samruddhi, Office Floor, Plot no. 157, 18th Road, Near Ambedkar Garden, Chembur (E), Mumbai, Shri Kishor N. Shah, Managing Director, chaired the meeting. The requisite quorum being present. The Chairman called the meeting to order. The Chairman welcome the members and in his address briefed about the activities of Company. The Chairman informed that the Company has the Notice for the meeting. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes through Poll papers and accordingly poll was conducted by the scrutinizer at the end of the meeting. It was further informed that there would be no voting by show of hands. Ms. Rajeshree Chougule Company Secretary and Compliance officer, read the Auditors Report.

The Following items of business, as per the Notice of AGM dated September 1, 2017 were transected at the meeting.

Resolution No.	Type of Resolutions	Description
1.	Ordinary Resolution	Adoption of Financial Statements and Reports thereon for the financial year ended 31 st March, 2017
2.	Ordinary Resolution	Reappointment of Mr. Vimal K. Shah (DIN: 00716040).
3.	Ordinary Resolution	Appointment of M/s. Pulindra Patel & Co., Chartered Accountant, Mumbai (Firm Registration No. 048991) as a Statutory Auditors and fix their Remuneration



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Clarification was provided to the queries raised by the members.

The Board of Directors had appointed Mr. B. V. Dholakia, of Dholakia & Associates LLP, Company Secretaries (Membership No. FCS 977 and CP No. 507), as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.

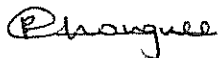
The scrutinizer's Report was received and accordingly all the resolutions as set out in the notice were declared as passed.

Results of E-voting along with Scrutinizer Report are enclosed herewith please find the same.

This is for your information and records.

Thanking you,

For **TERRAFORM REALSTATE LIMITED**



RAJESHREE CHOUGULE
COMPANY SECRETARY

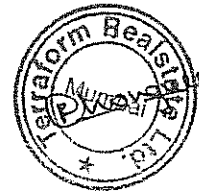
TERRAFORM REALSTATE LIMITED

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Financial Statements of the Company for the Year ended on 31st March, 2017 and the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	150010	0	0.0000	0	0	0.0000	0.0000
	Poll		107010	71.3352	107010	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		107010	71.3352	107010	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	349990	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		500000	107010	21.4020	107010	0	100.0000	0.0000



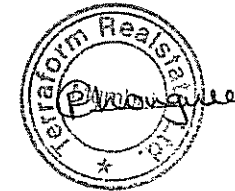
TERRAFORM REALSTATE LIMITED

Resolution Required : (Ordinary)			2 - To appoint Director in place of Mr. Vimal K. Shah (DIN 00716040) who retires by rotation and being eligible, offers himself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	150010	0	0.0000	0	0	0.0000	0.0000
	Poll		107010	71.3352	107010	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		107010	71.3352	107010	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	349990	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		500000	107010	21.4020	107010	0	100.0000	0.0000



TERRAFORM REALSTATE LIMITED

Resolution Required : (Ordinary)			3 - To appoint Auditors and to fix their remuneration- Ordinary resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	150010	0	0.0000	0	0	0.0000	0.0000
	Poll		107010	71.3352	107010		100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		107010	71.3352	107010	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	349990	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		500000	107010	21.4020	107010	0	100.0000	0.0000



Combined Report of Scrutinizer for Remote e-Voting and Poll

To,

Mr. Kishor N. Shah

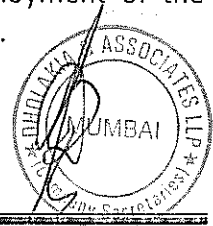
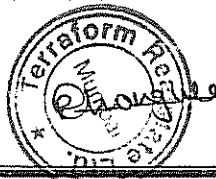
The Chairperson of 32nd Annual General Meeting of Terraform Realstate Limited

Held on Thursday, 28th September, 2017 at 4.00 p.m. at Samruddhi, Officer Floor, Plot No. 157, 18th Road, Near Ambedkar Road, Chembur (East), Mumbai – 400 071.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of Terraform Realstate Limited ("the Company") pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of 32nd Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. The Remote e-Voting commenced on September 25, 2017 (9:00 am) and was closed on September 27, 2017 (5.00 pm).
3. The Remote e-Voting Result was unblocked at Mumbai from the website of National Securities Depository Limited i.e. www.evoting.nsdl.com after the conclusion of the Meeting and the Excel File containing the Result was opened in the presence of Mr. Vishvesh G. Bhagat and Mr. Lalit B. Shah who are not in the employment of the Company. **(Declaration attached)**.
4. Since none of the members have cast their vote through Remote e-voting. Remote e- voting details are not provided in the Report.
5. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Vishvesh G. Bhagat and Mr. Lalit B. Shah who are not in the employment of the Company. **(Declaration attached)** The poll papers were diligently scrutinized.



Scrutinizer's Report on Poll – Terraform Realstate Limited – 32nd AGM Page 1 of 7

6. The Result on Poll is as under:

- (a) Item No 1: To receive, consider and adopt the Financial Statements of the Company for the Year ended on 31st March, 2017 and the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

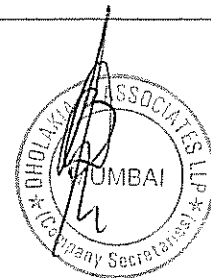
Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
Poll		
Total Votes received by Poll	3	1,07,010
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	3	1,07,010

- (i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
Poll		
3	1,07,010	100
Total		
3	1,07,010	100

- (ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
Poll		
NIL	NIL	NIL
Total		
NIL	NIL	NIL



(b) Item No 2: To appoint Director in place of Mr. Vimal K. Shah (DIN 00716040) who retires by rotation and being eligible, offers herself for re-appointment.

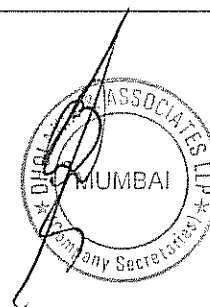
Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
Poll		
Total Votes received by Poll	3	1,07,010
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	3	1,07,010

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
Poll		
3	1,07,010	100
Total		
3	1,07,010	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
Poll		
NIL	NIL	NIL
Total		
NIL	NIL	NIL



(c) Item No 3: To appoint Auditors and to fix their remuneration- Ordinary resolution:.

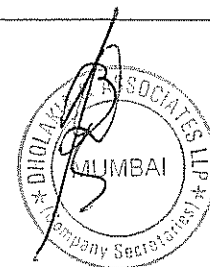
Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
Poll		
Total Votes received by Poll	3	1,07,010
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	3	1,07,010

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
Poll		
3	1,07,010	100
Total		
3	1,07,010	100

(ii) Voted against the resolution:

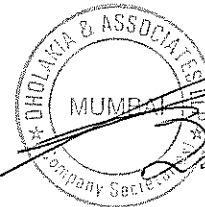
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
Poll		
NIL	NIL	NIL
Total		
NIL	NIL	NIL



7. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
8. The aforesaid Report is tabulated on the basis of Acceptance and Rejection provided in the Annexure attached herewith which forms an integral part of this Report.
9. The poll papers and all other relevant records were sealed and handed over to Ms. Rajeshree Maruti Chougule , Company Secretary of the Company authorized by the Board for safe keeping.
10. You may accordingly declare the result of the Poll.
11. The Register of Remote e-Voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

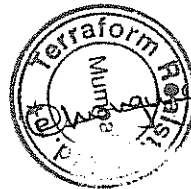
Yours faithfully,



CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place : Mumbai

Date : 29th September, 2017

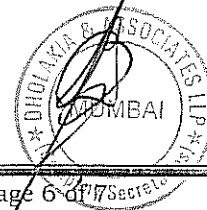


ANNEXURE**A. BASIS OF ACCEPTANCE****PHYSICAL POLL FORM:**

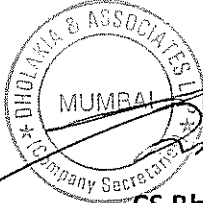
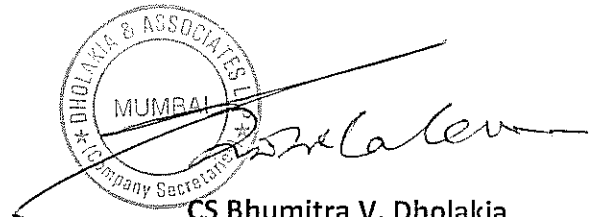
1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
2. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
6. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and Voting done through Poll has been treated as Invalid.

B. BASIS OF REJECTION**PHYSICAL POLL FORM:**

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Company differs with that of the signature in the Poll Papers.
4. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
5. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.



6. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes.
7. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
8. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
9. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.



CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place : Mumbai

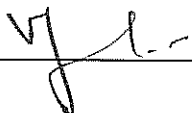
Date : 29th September, 2017



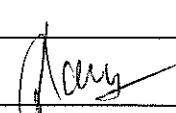
TO WHOMSOEVER IT MAY CONCERN

We, Nishvesh. h. Bhargal and LALIT B SHAH hereby state that the Excel Sheet containing the Results of e-Voting of Terraform Realstate Limited ("the Company") for 32nd Annual General Meeting of the Company held on Thursday, 28th September, 2017 at 4.00 p.m. at Samruddhi, Officer Floor, Plot No. 157, 18th Road, Near Ambedkar Road, Chembur (East), Mumbai – 400 071 was unblocked from the website of National Securities Depository Limited i.e. www.evoting.nsdl.com and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Nishvesh. h. Bhargal
Address: 112, Poojati Mannan, 214, Dr. D. B. Mang
Coast-Road, Mumbai - 400 007
Signature: 

Witness 2

LALIT B. SHAH
Name: 5, NEW KRISHNAKUNJ
Address: KANDIVALI VILAGE KANDIVALI (W)
MUMBAI - 400067
Signature: 



TO WHOMSOEVER IT MAY CONCERN

We, Vishvesh. G. Bhagat and LALIT B. SHAH hereby state that the Polling Box, in which Equity Shareholders of Terraform Realstate Limited ("the Company") cast their vote by way of Poll at the 32nd Annual General Meeting of the Company held on Thursday, 28th September, 2017 at 4.00 p.m. at Samruddhi, Officer Floor, Plot No. 157, 18th Road, Near Ambedkar Road, Chembur (East), Mumbai – 400 071 was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same were in sealed condition and without any tampering.

Witness 1

Name: Vishvesh. G. Bhagat

Address: C/12, Parvati Mansion, 214, Dr. D. B Marg
Grant Road, Mumbai - 400 007

Signature: 

Witness 2

Name: LALIT B. SHAH.

Address: 5 NEW KASTHIAKUNJ KANDIVALI VILLAGE
KANDIVALI (W) 400067

Signature: 