

# TERRAFORM MAGNUM LIMITED

(Formerly known as Everest Buildcon Ltd)

Corporate Identity Number: L65990MH1982PLC040684

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

Date – 29/09/2017

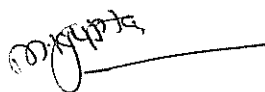
Company Code: 506162  
Name of the Company: Terraform Magnum Limited  
E-Mail Id of the Company: [secretarial@terraformrealty.com](mailto:secretarial@terraformrealty.com)

**Summary of Proceedings of the 35<sup>TH</sup> Annual General Meeting as required under Regulation 30, Part- A of Schedule -III of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015.**

The 35<sup>th</sup> Annual General Meeting (AGM) of the Members of Terraform Magnum Limited (TML) held on Thursday, 28<sup>th</sup> day of September 2017 at 03:00 PM at the Registered office of the Company i.e. Samruddhi, Office Floor, Plot no. 157, 18<sup>th</sup> Road, Near Ambedkar Garden, Chembur (E), Mumbai, Shri Vimal K. Shah Kishor, Managing Director, chaired the meeting. The requisite quorum being present. The Chairman called the meeting to order. The Chairman welcomes 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 at the end the meeting. It was further informed that there would be no voting by show of hands. Mr. Mukesh Gupta Company Secretary and Compliance officer, read the Auditors Report.

The Following items of business, as per the Notice of AGM dated September 01, 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 <sup>st</sup> March, 2017
2.	Ordinary Resolution	Reappointment of Mr. Kishor N. Shah (DIN: 00715505).
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,

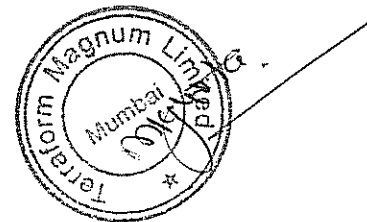
For **TERRAFORM MAGNUM LIMITED**



**MUKESH GUPTA**  
**COMPANY SECRETARY**

**TERRAFORM MAGNUM 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	80000	80000	100.0000	80000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80000</b>	<b>100.0000</b>	<b>80000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	160000	49900	31.1875	49900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>49900</b>	<b>31.1875</b>	<b>49900</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>240000</b>	<b>129900</b>	<b>54.1250</b>	<b>129900</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



## TERRAFORM MAGNUM LIMITED

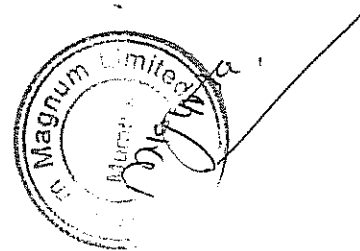
Resolution Required : (Ordinary)

2 - : To appoint Director in place of Mr. Kishor N. Shah (DIN 00715505) 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
Promoter and Promoter Group	E-Voting	80000	80000	100.0000	80000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80000</b>	<b>100.0000</b>	<b>80000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	160000	49900	31.1875	49900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>49900</b>	<b>31.1875</b>	<b>49900</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>240000</b>	<b>129900</b>	<b>54.1250</b>	<b>129900</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



## TERRAFORM MAGNUM LIMITED

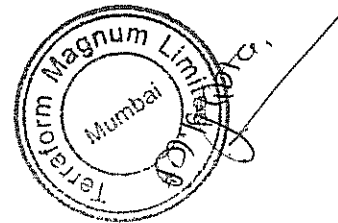
Resolution Required : (Ordinary)

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
Promoter and Promoter Group	E-Voting	80000	80000	100.0000	80000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80000</b>	<b>100.0000</b>	<b>80000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	160000	49900	31.1875	49900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>49900</b>	<b>31.1875</b>	<b>49900</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>240000</b>	<b>129900</b>	<b>54.1250</b>	<b>129900</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



**Combined Report of Scrutinizer for Remote e-Voting and Poll**

To,

**Mr. Vimal K. Shah**

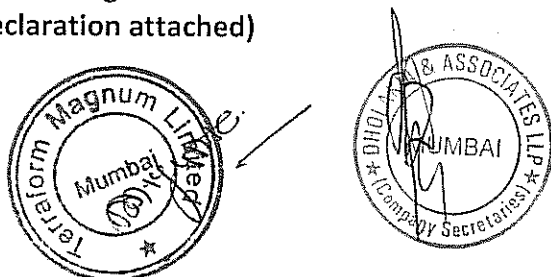
**The Chairperson of 35<sup>th</sup> Annual General Meeting of Terraform Magnum Limited**

Held on Thursday, 28<sup>th</sup> September, 2017 at 3.00 p.m. at Samruddhi, Officer Floor, Plot No. 157, 18<sup>th</sup> 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 Magnum 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 35<sup>th</sup> 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. As confirmed by the Chairperson of the Meeting, since all the members present have cast their vote in Remote e-Voting, the Poll was not required to be conducted by the Chairperson, hence Poll voting details are not provided in the Report.
3. The Remote e-Voting commenced on September 25, 2017 (9:00 am) and was closed on September 27, 2017 (5.00 pm).
4. The Remote e-Voting Result was unblocked at Mumbai from the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://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)**



## 5. The Result on Remote e-Voting is as under:

- (a) Item No 1: To receive, consider and adopt the Financial Statements of the Company for the Year ended on 31<sup>st</sup> 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.

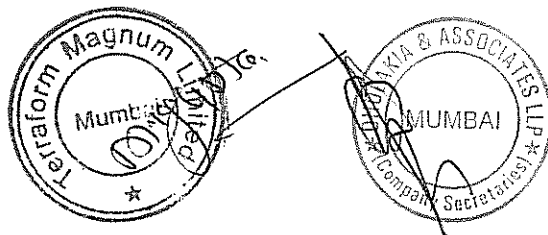
Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>Remote e-Voting</b>		
Total Votes received by electronic mode	9	1,29,900
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>9</b>	<b>1,29,900</b>

- (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
<b>Remote e-Voting</b>		
9	1,29,900	100
<b>Total</b>		
9	1,29,900	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
<b>Remote e-Voting</b>		
NIL	NIL	NIL
<b>Total</b>		
NIL	NIL	NIL



**(b) Item No 2: To appoint Director in place of Mr. Kishor N. Shah (DIN 00715505) who retires by rotation and being eligible, offers herself for re-appointment.**

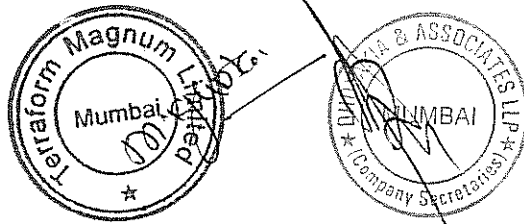
Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>Remote e-Voting</b>		
Total Votes received by electronic mode	9	1,29,900
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>9</b>	<b>1,29,900</b>

(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
<b>Remote e-Voting</b>		
9	1,29,900	100
<b>Total</b>		
9	1,29,900	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
<b>Remote e-Voting</b>		
NIL	NIL	NIL
<b>Total</b>		
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)
<b>Remote e-Voting</b>		
Total Votes received by electronic mode	9	1,29,900
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>9</b>	<b>1,29,900</b>

## (i) Voted in favour of the resolution:

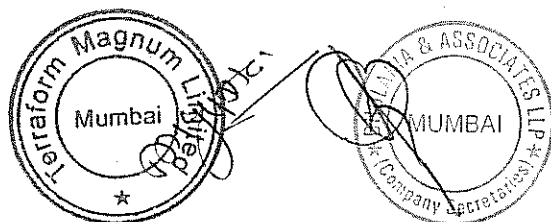
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>Remote e-Voting</b>		
9	1,29,900	100
<b>Total</b>		
<b>9</b>	<b>1,29,900</b>	<b>100</b>

## (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
<b>Remote e-Voting</b>		
NIL	NIL	NIL
<b>Total</b>		
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

6. 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.

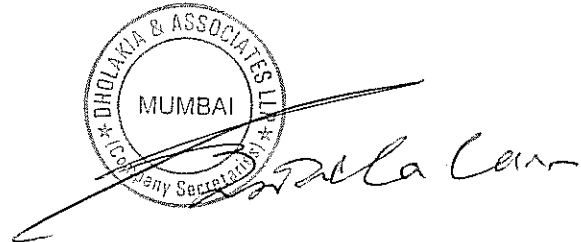
7. You may accordingly declare the result of the Remote e-Voting .



- 8. 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,

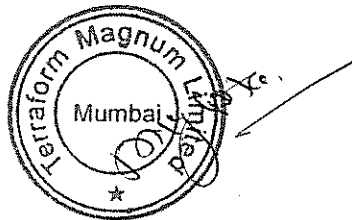
Yours faithfully,



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

Place : Mumbai

Date : 29<sup>th</sup> September, 2017

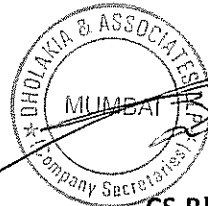



**ANNEXURE****A. BASIS OF ACCEPTANCE****VOTING THROUGH ELECTRONIC MODE:**

Member has voted only through Remote e-Voting i.e. electronic mode.

**B. BASIS OF REJECTION****VOTING THROUGH ELECTRONIC MODE:**

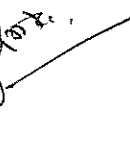
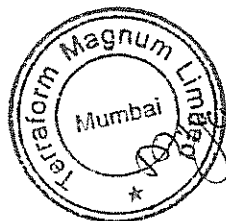
1. The Votes cast by Corporate/Institutional Members who have not sent the scanned certified true copy of the Board Resolution/Authority Letter, etc. by E-mail or Hard Copy have been considered invalid.
2. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.



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

Place : Mumbai

Date : 29<sup>th</sup> September, 2017



**TO WHOMSOEVER IT MAY CONCERN**

We, VISHVESH. G. BHAGAT and LALIT B SHAH hereby state that the Excel Sheet containing the Results of e-Voting of Terraform Magnum Limited ("the Company") for the 35<sup>th</sup> Annual General Meeting of the Company held on Thursday, the 28<sup>th</sup> September, 2017 at 3.00 p.m. at Samruddhi, Officer Floor, Plot No. 157, 18<sup>th</sup> 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: Vishvesh. G. Bhagat

Address: Old Parvati Mansion, 2/4, D.S.D.B. Marg  
Grant Road, Mumbai - 400 007

Signature: 

**Witness 2**

Name: LALIT B SHAH

Address: G, NEW KRISHNA KUNJ, KANDEVALI VILLAGE,  
KANDEVALI (W) - 400067

Signature: 

