

TERRAFORM REALSTATE LIMITED

Corporate Identity Number: L27200MH1985PLC035841

Regd. Off.: Godrej Coliseum, A-Wing 1301, 13th Floor, behind Everard Nagar,
Off Eastern Express Highway, Sion (East), Mumbai 400 022. Tel: +91(22) 62704900.
Web: www.terraformrealstate.com E-mail: secretarial@terraformrealty.com

CLARIFICATION LETTER

September 04, 2024

To,
The General Manager,
Dept. of Corporate Services,
BSE Limited, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai -400 001.

Company Code: 512157

Dear Sir,

Sub: Clarification Letter for clerical and typographical error in the Outcome of the Board Meeting held on September 03, 2024

This is in continuation with the earlier outcome submitted for the board meeting held on 03rd September, 2024 regarding SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). This is to inform you that we hereby rectified the inadvertent clerical/typographical error in the point no. (f) of the Outcome of the Board Meeting.

We hereby submitting the revised outcome of Board Meeting after rectification of clerical error for the good corporate governance.

We would like to further inform that it was a clerical error which was unintentional and not deliberate. You are kindly requested to accept this application and take into the records.

We request you to take on record.

For **TERRAFORM REALSTATE LIMITED**

Ankita

Mrs. Ankita Gupta
Company Secretary and Compliance Officer

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September 03, 2024

To,
The General Manager,
Dept. of Corporate Services,
BSE Limited, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai -400 001.

Company Code: 512157

Sub: Outcome of the Board Meeting held on September 03, 2024

Dear Sir/Madam,

In terms of the provision of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform that the Board of Directors of Terraform Realstate Limited ("the Company") at their Meeting held today i.e. September 03, 2024 at 11:30 a.m and concluded at 1:30 p.m, have inter-alia considered and approved the following business:

- a) The Directors Report for the Financial Year ended March 31, 2024.
- b) Notice of the 39th Annual General Meeting of the Company to be held on Friday, September 27, 2024 at 04.00 PM.
- c) Considering the closure of register of Members & Share Transfer Register from September 21, 2024 to September 27, 2024 for the purpose of Annual General Meeting. (both the days inclusive)
- d) Appointment of Mr. Nrupang B Dholakia, Managing Partner of Dholakia & Associates LLP, Company Secretaries (Membership No. FCS 10032 and CP No. 12884) as the Scrutinizer to scrutinize the e-voting & Poll process of the Company w.r.t. the Annual General Meeting to be held on September 27, 2024.
- e) Considered and Recommended the Appointment of M/s. J.D Zatakia & Co., Chartered Accountants as Statutory Auditors of the Company in the place of M/s. D M K H & Co, Chartered Accountants effective from the Conclusion of ensuing 39th Annual General Meeting of the Company to the conclusion of 44th Annual General Meeting to be held for the Financial Year 2029. (Annexure -A)
- f) Change in Designation of Mr. Nainesh Shah (DIN: 00166112) from Managing Director to Director of the Company w.e.f 03rd September, 2024.(Annexure -B)

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- g) Proposed the change in Designation of Ms. Bhavisha Dedhia (DIN: 09471104) from Director to Managing Director of the company effective from September 27, 2024 to the September 26, 2029.(Annexure- C)

We request you to take the same on record.

Thanking You,

Yours Faithfully,
For **TERRAFORM REALSTATE LIMITED**



Mrs. Ankita Gupta
Company Secretary and Compliance Officer

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Annexure-A

Details as required under the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Considered and recommended the Appointment of M/s. J.D. Zatakia & Co. as Statutory Auditors of the Company.

Disclosure Requirement	Details
1. Name of the Statutory Auditors and Firm Registration Number (FRN)	M/s. J.D Zatakia & Co., Chartered Accountants (Firm Registration No. 111777W)
2. Reason for Change viz appointment, resignation, removal, cessation, death or otherwise	Appointment as Statutory Auditors of the Company The current Statutory Auditors M/s. DMKH and Co., Chartered Accountants (FRN: 116886W) had shown their unwillingness to continue as Statutory Auditor of the Company w.e.f 27 th September, 2024. Therefore, it is proposed to appoint M/s. J.D Zatakia & Co., Chartered Accountants (Firm Registration No. 111777W) as the new Statutory Auditors of the Company in place of the outgoing Auditors.
3. Date of Appointment / re-appointment cessation (as applicable) & term appointment/ re-appointment	For a period of 5 (Five) years from the Conclusion of the ensuing 39 th Annual General Meeting till the Conclusion of the 44 th Annual General Meeting.
4. Brief Profile	Name of the Statutory Auditors: M/s. J.D Zatakia & Co. , Chartered Accountants, Chartered Accountants Office Address: 306, Rupa Plaza, Jawahar Rd, Ghatkopar East, Mumbai, Maharashtra 400077 Phone No: <u>022 2501 0052</u>

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	<p>Email Id: jdzatakia@jdzatakia.com</p> <p>Field of Experience: . The firm is registered with the Institute of Chartered Accountants of India ("ICAI") and having Experience in Taxation and Financial Management and Expertise in Auditing, Budegting, Taxing, and Business Strategies for their Clients.</p> <p>Terms of appointment: For a period of 5 (five) years from the conclusion of 39th Annual General Meeting to the Conclusion of 44th Annual General Meeting.</p>
5. Disclosure of Relationship between Directors (in case of appointment of Director)	NA

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Annexure-B

Details as required under the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

The particulars for Change in Designation of Mr. Nainesh Shah from Managing Director to the Director of the Company.

Disclosure Requirement	Details
1. Reason for Change viz appointment, resignation, removal, cessation, death or otherwise	Appointment of Mr. Nainesh Shah as Director of the Company.(Change in Designation from Managing Director to the Director of the Company due to pre occupation).
2. Date of Appointment / re-appointment/ cessation (as applicable) & term of appointment/-re-appointment	On the recommendation of Nomination & Remuneration committee, the Board at its meeting held on (September 03, 2024) has appointed Mr. Nainesh Shah as Director of the Company w.e.f. September 03, 2024.
3. Brief Profile	He is a qualified B. E (Civil Eng) from prestigious college VJTI, Mumbai. He has the outstanding contribution to real estate Industry, and he is actively involved with various real estate industry bodies such as "CREDAI & MCHI". He is associated with the Company since 1996 as a director & Promoter of the Company.
4. Disclosure of Relationship between Directors (in case of appointment of Director)	Brother: Mr. Vimal K. Shah Director of the Company.
5. Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no NSE/CML/2018/24 dated June 20, 2018	Mr. Nainesh Shah is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.

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Annexure-C

Details as required under the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

The particulars for Change in Designation of Ms. Bhavisha Dedhia from Director to the Managing Director of the Company.

Disclosure Requirement	Details
1. Reason for Change viz appointment, resignation, removal, cessation, death or otherwise	Appointment of Ms. Bhavisha Dedhia as Managing Director of the Company, subject to approval of Shareholders.(Change in Designation form Director to Managing Director of the Company)
2. Date of Appointment / re-appointm cessation (as applicable) & term appointment/ re-appointment	On the recommendation of Nomination & Remuneration committee, the Board at its meeting held on (September 03, 2024) has proposed to appoint Ms. Bhavisha Dedhia as Managing Director of the Company for a term of 5 (Five) consecutive years effective from September 27, 2024 to the September 26, 2029.
3. Brief Profile	Five years experience in the field of Human Resources and Administration.
4. Disclosure of Relationship between Directors (in case of appointment of Director)	NA
5. Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018	Ms. Bhavisha Dedhia is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.