FORM A

Format of covering letter of the annual audit report to be filed with the Stock Exchange

1.	Name of the company	TERRAFORM MAGNUM LIMITED
2	Annual financial statements	March 31, 2014
۷.	for the year ended	
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	Not Applicable

For Terraform Magnum Limited	M/s. J. D. Zatakia & Company Chartered Accountants, Firm registration No. 111777W,
*FS	Refaleile.
Vimal K. Shah Director Din: 00716040	J.D. Zatakia Proprietor Membership No. 17669

(CIN No:- L65990MH1982PLC040684)

Registered office:- Samruddhi, Office Floor, Plot No. 157, 18th Road, Near Ambedkar Garden, Chembur, Mumbai – 400 071. Telephone No: - 022-25264900. Fax No: - 022-25282011. Email id: - secretarial@terraformrealty.com

NOTICE.

Notice is hereby given that the 32nd Annual General Meeting of the Members of **TERRAFORM MAGNUM LIMITED** will be held on Tuesday, 30th September, 2014 at 11.00 a.m. at the Registered Office of the Company at Samruddhi, Office Floor, Plot No. 157, 18th Road, Near Ambedkar Road, Chembur (East), Mumbai – 400071 to transact the following business:

- To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2014 including audited Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss Account for the year ended on that date and the Report of Board of Directors and Auditors' thereon.
- 2. To appoint a Director in place of Mrs. Richa Ruchika, who retires by rotation, and being eligible offers herself for re-appointment.
- 3. To appoint a Director in place of Mr. Nainesh Shah, who retires by rotation, and being eligible offers himself for re-appointment.
- 4. To appoint M/s J. D. Zatakia & Co., Chartered Accountants, Mumbai, (Registration No. 111777W) as Statutory Auditors of the Company from the conclusion of this (32nd) Annual General Meeting until the conclusion of the (35th) consecutive Annual General Meeting of the Company (subject to ratification of their appointment at every AGM) and fix their remuneration.

For TERRAFORM MAGNUM LIMITED

Vimal K. Shah Director Din. 00716040

Place: Mumbai

Date: 4th September, 2014.

NOTES:

- (1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY.
- (2) PURSUANT TO THE PROVISION OF SECTION 105 OF THE COMPANIES ACT, 2013 A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.
- (3) THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST FORTY EIGHT HOURS BEFORE THE TIME OF THE MEETING.
- (4) During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

- (5) The Register of Members of the Company shall remain closed from 29th September, 2014, Monday to 30th September, 2014, Tuesday (both days inclusive).
- (6) Pursuant to Section 72 of the Companies Act, 2013, Members holding shares in physical form may file nomination in the prescribed Form SH-13 prescribed under the Companies Act 2013.
- (7) To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible.
- (8) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market to the Company in case shares are in physical form.
- (9) Member who is desirous of getting any information as regard to the business to be transacted at the meeting are requested to write to the Company their queries at least seven days in advance of the Meeting in order to keep the information required readily available at the Meeting.

E-Voting

- (10) As per Clause 35B of Listing Agreement, Company shall be provided e-voting facility to its shareholders, in respect of all shareholders' resolutions, to be passed at General Meetings or through postal ballot. In this regard, Company will send the procedure for E-voting shortly to all the Shareholders.
- (11) Mr. B. V. Dholakia, of Dholakia & Associates, Practicing Company Secretaries (Membership No. FCS 977 and CP No. 507), has been appointed 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.
- (12) The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

For and on behalf of the Board of TERRAFORM MAGNUM LIMITED

Vimal Shah

Director

Din. 00716040

Date:

Registered Office: Samruddhi, Office Floor, Plot No. 157, 18th Road, Near Ambedkar Garden, Chembur, Mumbai – 400 071.

(FORMERLY KNOWN AS EVEREST BUILDCON LIMITED)

(CIN: L65990MH1982PLC040684)

Registered Office: Samruddhi, Office Floor, Plot No. 157, 18th Road, Near Ambedkar Garden, Chembur (E), Mumbai-400 071. Telephone No: - 022-25264900. Fax No: - 022-25282011

Email id: - secretarial@terraformrealty.com

To,
The Members,
TERRAFORM MAGNUM LIMITED

Your Directors are pleased to present 32nd Annual Report for the period ended 31st March, 2014.

FINANCIAL RESULTS:

During the year under review, the Company has earned an income of Rs. 1,33,824/- (Previous Year Rs. 8,18,538/-) which is by way of Dividend and Long Term Capital Gains arising out of investment and dealing in Shares. The Company has made an expenditure of Rs. 1, 34,640/- (Previous Year 1, 65,463/-), and registered a loss of Rs. 816/- (Previous Year profit of Rs. 6, 53,074/-). No depreciation has been provided for as there is no depreciable asset.

BUSINESS:

The Company has a Property situated at Kandivali, Mumbai and waiting for right opportunity for its development.

DIRECTORS

Mrs. Richa Ruchika and Mr. Nainesh Shah, Directors' of the Company retires by rotation and, being eligible, offers themselves for re-appointment.

STATUTORY AUDITORS

M/s. J.D. Zatakia & Co., Chartered Accountants, who are the statutory auditors of the Company, hold office till the conclusion of the forthcoming AGM and are eligible for re-appointment. Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules framed there under, it is proposed to appoint M/s. J.D. Zatakia & Co as statutory auditors of the Company from the conclusion of the forthcoming AGM till the conclusion of the thirty-fifth AGM to be held in the year 2017, subject to ratification of their appointment at every AGM.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956 with respect to the Directors Responsibility Statement, it is hereby confirmed:

(i) that in the preparation of the annual accounts for the financial year ended 31st March 2014, the applicable accounting standards had been followed along with proper explanation relating to material departures;

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- (ii) that the Directors had selected such accounting policies and applied them and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2014 and loss of the Company for that period.
- (iii) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the Directors had prepared the annual accounts on a going concern basis.

PARTICULARS OF EMPLOYEES STATEMENT:

During the financial year, the Company had no employees in receipt of remuneration attracting the provision of the section 217(2A) of the Companies Act, 1956.

PARTICULARS CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION, ADOPTION AND INNOVATION, FOREIGN EXCHANGE EARNINGS & OUTGO:

Α.	CONSERVATION OF ENERGY	During the Financial Year under review, the Company has not carried out any commercial activity.
В.	TECHNOLOGY ABSORPTION, ADAPTATIONS& INNOVATIONS	NIL
C.	FOREIGN EXCHANGE EARNIGS	NIL
D.	FOREIGN EXCHANGE OUTGO	NIL
Ε.	EXPORT EFFORTS	The Company is yet to commence Real Estate business activities. Considering the nature of business activities, there are no exports transactions for the year under review

DEPOSITS:

During the year under review the Company did not accept any Deposit from the Public within the meaning of Section 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rule, 1975 as amended.

LISTING OF SHARES

The Shares of the Company are listed at BSE Ltd. Mumbai, and applicable listing fees have been paid.

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CORPORATE GOVERNANCE AND CORPORATE SOCIAL RESPONSIBILITY

Provisions under the Clause 49 of the Listing Agreement are not applicable to the Company. The Company prepares the quarterly Unaudited Financial Results and submits the same to the Stock Exchange within time frame. Voluntary Guidelines issued by the Ministry of Corporate Affairs will be observed as and when the Company commences its developmental activities Corporate Social Responsibility (CSR) may also be implemented as and when the Company's development Project commences its activities.

COMPLIANCE CERTIFICATE

In accordance with Section 383A of the Companies Act, 1956 and Companies (Compliance Certificate) Rules, 2001, the Company has obtained a Certificate from M/s. Dholakia and Associates, Practicing Company Secretaries confirming that the Company has complied with all the provisions of the Companies Act, 1956 during the financial year under review and a copy of such certificate is annexed to this Report.

RELATED PARTY TRANSACTIONS

In accordance with the Accounting Standard 18 prescribed by the Institute of Chartered Accountants of India, transactions with Related Parties have been disclosed separately and form a part of this Report.

ACKNOWLEDGEMENTS

The Board places on records its appreciation of the support extended by the Associates and Stake holders.

By order of the Board,
For TERRAFORM MAGNUM LIMITED

PLACE: MUMBAI DATE: 28th May, 2014

> CHAIRMAN VIMAL SHAH Din No:- 00716040

Jitendra Zatakia B.Com., F.C.A.

306, Rupa Plaza, Jawahar Road, Ghatkopar (E), Mumbai - 400 077.

Tel. : 2501 0052 Tele Fax : 2501 1051 Mobile : 98201 22976

E-mail. : jdzatakia@jdzatakia.com

Independent Auditor's Report

To
The Members of
M/S. TERRAFORM MAGNUM LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of M/S. TERRAFORM MAGNUM LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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Jitendra Zatakia B.Com., F.C.A.

306, Rupa Plaza, Jawahar Road, Ghatkopar (E), Mumbai - 400 077.

Tel. : 2501 0052 Tele Fax : 2501 1051 Mobile : 98201 22976

E-mail. : jdzatakia@jdzatakia.com

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Statement of Profit and Loss, of the Loss of the Company for the year ended on that date;
- c) in the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of Section 227 (4A) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
- 2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards notified under the Act read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.
 - e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of Section 274 (1)(g) of the Companies Act, 1956.

Place : Mumbai.

Date : 2 8 MAY 2014

FOR J.D. ZATAKIA & COMPANY CHARTERED ACCOUNTANTS FIRM REGN. NO. 111777W

J. D. ZATAKIA - PROPRIETOR MEMBERSHIP NO. 17669



J. D. Zatakia & Co.

Jitendra Zatakia B.Com., F.C.A.

306, Rupa Plaza, Jawahar Road, Ghatkopar (E), Mumbai - 400 077.

Tel. : 2501 0052 Tele Fax : 2501 1051 Mobile : 98201 22976

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ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF TERRAFORM MAGNUM LIMITED

- (i) The company has no fixed assets during the year.
- (ii) a) It is informed that the physical verification of inventory has been conducted at reasonable intervals by the management.
 - b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c) The Company is maintaining proper record of inventory. The discrepancies noticed on physical verification of inventory as compared to the book records were not material and have been properly dealt with in the books of account.
- (iii) a) During the year the Company has not granted loans to parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly Clause No. 4 (iii) b, 4(iii) c, and 4 (iii) d, are not applicable.
 - e) The Company has taken loans from one party covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs.23,35,766/- and the year end balance was Rs.23,35,766/-
 - f) As the loans are interest free there is no stipulation regarding rate of interest and other terms and conditions for loans taken by the Company.
 - g) There is no stipulation regarding payment of principal amount and interest.
- (iv) In our opinion and according to the information and explanations given to us there are generally adequate internal control procedures commensurate with the size of the Company and the nature of its business. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control.

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J. D. Zatakia & Co.

Jitendra Zatakia B.Com., F.C.A.

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- (v) As per information and explanations given to us, there are no transactions that need to be entered into a register in pursuance of section 301 of the Companies Act, 1956.
- (vi) The Company has not accepted any deposits from the public.
- (vii) The Company has no formal internal audit department as such but its control procedures ensure reasonable internal checking of its financial and other records.
- (viii) As informed to us the company has not commenced construction business and is presently engaged in investment activities. Accordingly as informed by the company, the notification on Maintenance of Cost Accounting records is not applicable to the company.
- (ix) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including income tax and other material statutory dues applicable to it.
 - b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax was in arrear, as at 31st March, 2014 for a period of more than six months from the date they became payable.
- (x) The Company has no accumulated losses as at 31st March 2014 and it has not incurred any cash losses in the financial year ended on that date. However there was cash loss in the immediately preceding financial year.
- (xi) The Company has not taken loans from Financial Institutions and Banks. The Company has not issued any debentures.
- (xii) The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The Company is not a chit fund, nidhi, mutual benefit or a society.

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J. D. Zatakia & Co.

CHARTERED ACCOUNTANTS

Jitendra Zatakia B.Com., F.C.A.

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- (xiv) In our opinion and according to the information and explanations given to us, the company is not dealing or trading in shares and securities. The company is investing surplus funds in shares and securities on short term or long term basis, for which proper records have been maintained by the company except in respect of certain scripts, which were purchased in past. Please refer to note no. 2 (d) of Notes to the Account.
- (xv) On the basis of information and explanation given to us the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) According to information and explanation given to us the Company has not obtained term loan during the year.
- (xvii) The Company has not raised long term or short term funds during the year.
- (xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956.
- (xix) The Company has no debentures.
- (xx) The Company has not raised any money by public issue during the year.
- (xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

FOR J.D. ZATAKIA & COMPANY CHARTERED ACCOUNTANTS FIRM REGN. NO. 111777W

Place: Mumbai.

Date : 2 8 MAY 2014

J. D. ZATAKIA - PROPRIETOR MEMBERSHIP NO. 17669

BALANCE SHEET AS ON 31ST MARCH 2014

Sr.	PARTICULARS	Note	31.03.2014	31.03.2013
No		No	(Rs.)	(Rs:)
ı	EQUITY AND LIABILITIES			
١.	CHARENOI PERCIFUND			
1	SHAREHOLDERS' FUND (a) Share Capital	,	2 400 000	7 400 000
	(a) Share Capital (b) Reserves & Surplus	3 4	2,400,000 1,504,841	2,400,000 1,505,657
	(b) Reserves & Surpius	7	3,904,841	3,905,657
			5,707,071	5,505,057
2	CURRENT LIABILITIES			
	(a) Short Term Borrowings	5	2,335,766	1,950,766
	(b) Trade Payable	6	15,000	190,000
	(c) Other Current Liabilities	7	46,761	33,694
	(d) Short Term Provisions	8	435,000	435,000
			2,832,527	2,609,460
	TOTAL		C 525 2C0	(515.117
	IOIAL		6,737,368	6,515,117
l II	ASSETS			
""				
1	NON CURRENT ASSETS			
	(a) Non Current Investment	9	250,016	269,589
2	CURRENT ASSETS			
-	(a) Inventories	10	5,934,973	5,710,286
	(b) Cash And Cash Equivalents	11	79,487	85,279
	(c) Short Term Loan and advances	12	472,892	449,962
			6,737,368	6,515,117
	TOTAL		6,737,368	6,515,117
			0,727,000	3,020,121
	SIGNIFICANT ACCOUNTING POLICIES	1		
	NOTES ON ACCOUNTS	2		
The	; accompanying notes are an integral part of the financial states	nents		
The			6,737,368	

As per our report of even date attached

FOR J.D.ZATAKIA & COMPANY , FIRM REGN NO. 111777W CHARTERED ACCOUNTANTS

J.D.ZATAKIA-PROPRIETOR Membership No. :- 17669

PLACE: MUMBAI

DATE : 2 8 MAY 2014

FOR AND ON BEHALF OF THE BOARD

DIRECTORS

PLACE: MUMBAI

DATE : 2 8 MAY 2014

STATEMENT OF PROFIT & LOSS

FOR THE PERIOD ENDED 31ST MARCH, 2014

Ŝr.	PARTICULARS	Note	31.03.2014	31.03.2013
No		No	(Rs.)	(Rs.)
I	OTHER INCOME	13	133,824	818,538
	Total Rs		133,824	818,538
II	EXPENDITURE	14	134,640	165,463
	Total Rs		134,640	165,463
III	PROFIT/(LOSS) BEFORE TAX (I -II)		(816)	653,074
IV	Tax Expense: a) Current Tax b) Short provision for earlier year		- -	125,000 183
v	PROFIT / (LOSS) AFTER TAX (III - IV)		(816)	527,891
VI	Earnings per equity share: Basic & Diluted		(0.00)	2.20
	SIGNIFICANT ACCOUNTING POLICIES NOTES ON ACCOUNTS	1 2		
The ac	companying notes are an integral part of the financial statem	ients		

As per our report of even date attached

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FOR J. D. ZATAKIA & COMPANY FIRM REGN NO. 111777W CHARTERED ACCOUNTANTS

J.D.ZATAKIA - PROPRIETOR

Membership No. :- 17669 PLACE: MUMBAI

FOR AND ON BEHALF OF THE

DIRECTORS

PLACE: MUMBAI

DATE: 28 MAY 2014

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2014

	DADWICKY ADC	31.03.2014	31.3.2013
	PARTICULARS	Rs.	Rs.
A.	CASH FLOW FROM OPERATING ACTIVITIES:		
	Net Profit before taxation and extraordinary Items	(816)	653,074
	Adjustments for :-		
	Dividend	15,897	25,159
	Short Term Capital Gain		
**********	Long Term Capital Gain	117,926	793,379
		133,824	818,538
	Operating Profit before working Capital Charges	(134,640)	(165,463)
	Adjustments for :-		
	Loan & Advances	(22,930)	(155,129)
	Inventories	(224,687)	(138,157)
************	Other Current Assets	-	33,108
=	Current Liabilities & Provisions	(161,933)	85,581
		(409,550)	(174,597)
	Cash generated from operations	(544,190)	(340,060)
	Short Provision of earlier years		183
	Direct Taxes paid		125,000
	Net Cash from Operating Activities	(544,190)	(465,243)
В.	CASH FLOW FROM INVESTING ACTIVITIES		
~-	Sale of Investments	19,573	-
	Dividend	15,897	25,159
	Long Term Capital Gain	117,926	793,379
	Net Cash from Investing Activities	153,397	818,538
C.	CASH FLOW FROM FINANCING ACTIVITIES:		· · · · · · · · · · · · · · · · · · ·
	Loan	385,000	(360,000)
	Net increase in cash earned in Financing Activities	385,000	(360,000)
	Net increase in Cash and Cash Equivalents (A + B + C)	(5,793)	(6,706)
·	Opening Balance of Cash and Cash Equivalents	85,279	91,985
	Closing Balance of Cash and Cash Equivalents	79,487	85,279

As per our report of even date

For J. D. ZATAKIA & COMPANY CHARTERED ACCOUNTANTS

J. D. ZATAKIA - PROPRIETOR MEMBERSHIP NO. 17669

FRN - 111777W PLACE: MUMBAI

DATE : 2 8 MAY 2014

For Terraform Magnum Limited-

SIGNIFICANT ACCOUNTING POLICIES & NOTES TO FINANCIAL STATEMENTS FOR THE

PERIOD ENDED 31ST MARCH, 2014

SIGNIFICANT ACCOUNTING POLICIES

1) a) BASIS OF PREPARATION

The Financial statements are prepared under historical cost convention and on accrual basis and are in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act,1956. except dividend and interest on securities which are accounted as and when received.

b) USE OF ESTIMATES

The preparation of the financial statements in conformity with Indian GAAP requires that the management of the company to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialized.

e) INVESTMENTS:-

Investments are stated at cost in case of investment in Shares, Debentures and Securities.

2) a) SEGMENT REPORTING:-

i) Business Segment:

The Company's main business is investment and dealing in shares and properties. All other activities of the Company revolve around this main business. There are no separate segments within the Company as defined by AS 17 (Segment Reporting) issued by The Institute of Chartered Accountant of India.

ii) Geographical Segment;

There is no separate reportable geographical segment.

b) DISCLOSURE IN RESPECT OF RELATED PARTIES PURSUANT TO ACCOUNTING STANDARD IS :-

i) Associates:

- 1 Forum Construction (formerly Everest Builders & Developers)
- 2 Terraform Spaces (formerly Everest Construction Company)
- 3 Megaview Magnum Co (formerly Everest Developers)
- 4 Megaview Spaces (formerly Jayesh Builders)
- 5 Megabuild Spaces (formerly Nandkripa Builders)
- 6 Terraform Kutir (formerly Nandkripa Construction Company)
- 7 Money Magnum Constructions (formerly National Dyes)
- 8 Merit Magnum Construction (formerly Vimal Builders)
- 9 Terraform Construction Pvt, Ltd. (formerly Abacus Realtors Pvt, Ltd.)
- 10 Megabuild Mansi Pvt. Ltd. (formerly Avaneesh Builders & Contractors Pvt. Ltd.)
- 11 Tosha Meet Private Limited (formerly Everest Designs Private Limited)
- 12 Mansi Nest Private Limited (formerly Everest Dweller Private Limited)
- 13 Money Magnum Nest Private Limited (formerly Everest Fincap Private Limited)
- 14 Everest Fintrade Ltd.
- 15 Megaview Manjil Construction Private Limited (formerly Everest Gold Property Developers Pvt. Ltd.)
- 16 Mugdha Creation Private Limited (formerly Everest Land Developers (India) Private Limited)
- 17 Terrafirm Sofitech Pvt. Ltd. (formerly Everest Realtors Pvt. Ltd.)
- 18 Manshila Construction Private Limited (formerly Everest Shelters (India) Private Limited)
- 19 Megabuild Kutir Company Private Limited (formerly Everest Silverline Infraprojects Pvt. Ltd.)
- 20 Terraform Meet Pvt. Ltd. (formerly Green Premises Pvt. Ltd.)
- 21 Megaview Realty Pvt. Ltd (formerly Greenavenue Infraprojects Pvt. Ltd.)
- 22 Megaview Tosha Realty Private Limited (formerly Greenpalace Infra Projects Pvt. Ltd.)
- 23 Terrafirm Construction Pvt. Ltd (formerly Greentech Developers Pvt. Ltd.)
- 24 Megabuild Nest Realty Private Limited (formerly Grhalakshmi Town Planners Pvt. Ltd.)
- 25 Megaview Kutir Company Private Limited (formerly Grihasukh Urban Town Developers Private Limited)
- 26 Megaview Manshila Pvt. Ltd (formerly Hillcrest Townplanners Pvt. Ltd.)
- 27 Deep Kutir Pvt. Ltd. (formerly Infrastructure & Realtors India Pvt. Ltd.)
- 28 Megaview Meet Company Private Limited (formerly Maple Townplanners Pvt. Ltd.)
- 29 Tvisha Construction Private Limited (formerly Nainesh Land Developers Pvt ltd)
 30 Megaview Mugdha Construction Private Limited (formerly Nandkripa Builders Pvt. Ltd)
- 31 Megaview Manjil Realtor Private Limited (formerly Palmhome Towers Private Limited)
- 32 Megabuild Tvisha Realtor Private Limited (formerly Panna Urban Developers Private Limited)
- 33 Megaview Nest Company Pvt.Ltd. (formerly Premkutir Builders & Contractors Pvt. Ltd.)
- 33 Megaview Nest Company PVI.Ltd. (Iormerly Premkdur Builders & Contractors PVI. Ltd.) 34 Megaview Tosha Construction Pvt. Ltd.

 [] (formerly Sai Tirth Constructions Pvt. Ltd.)
- 35 Megabuild Tosha Realtor Pvt. Ltd. (formerly Shantikutir Realtors Pvt. Ltd.)
- 36 Megaview Tvisha Construction Private Limited (formerly Shobhan Builders & Contractors Pvt. Ltd.)
- 37 Terraform Merit Construction Pvt. Ltd. (formerly Shubhavastu Property Developers Pvt. Ltd.)
- 38 Megabuild Mugdha Realty Private Ltd (formerly Silvercastle Property Developers Pvt. Ltd.)
- 39 Megabuild Manshila Realty Pvt. Ltd (formerly Soubhagya Homemakers Pvt. Ltd.)
- 40 Megaview Tvisha Realty Pvt. Ltd. (formerly Soulspace Estate & Developers Pvt. Ltd.)

For Terraform Magnum Limited

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SIGNIFICANT ACCOUNTING POLICIES & NOTES TO FINANCIAL STATEMENTS FOR THE

PERIOD ENDED 31ST MARCH, 2014

- 41 Megabuild Meet Construction Pvt. Ltd. (formerly Sukhdham Property Developers Pvt. Ltd.)
- 42 Megabuild Merit Pvt. Ltd. (formerly Sunderban Homesolutions Pvt. Ltd.)
- 43 Terraform Tvisha Pvt. Ltd. (formerly Vardan Homemakers Pvt. Ltd.)
- 44 Terrafirm Nest Pvt. Ltd. (formerly Varun Realtors Pvt. Ltd.)
- 45 Terraform Manshila Construction Pvt. Ltd (formerly Vastushilpa Realtors Pvt. Ltd)
- 46 Terraform Manjil Pvt. Ltd. (formerly Vatika Homemakers Pvt. Ltd)
- 47 Terraform Nest Pvt. Ltd (formerly Vision Buildcon Pvt. Ltd)
- 48 Joyce Realtors Pvt Ltd
- 49 Supernal Realtors Pvt Ltd
- 50 Vengas Realtors Pvt Ltd
- 51 Rare Township Pvt. Ltd. (formerly Infrastructure Venture India Pvt Ltd.)

ii) Key Management personnel

Mr. Kishor N. Shah - Director Mr. Vimal K. Shah - Director Mr. Nainesh K. Shah - Director Mrs. Saryu K. Shah - Relative Mrs. Richa V. Shah - Director Mrs. Jesal N. Shah - Relative

- c) The Company has not paid or provided interest on unsecured loan from Directors as the same are interest free loans.
- d) In past, some of the shares belonging to the Company were given to the share-broker who misappropriated the same. Necessary actions are taken by the Directors with appropriate Authorities. It is also stated that some of the Shares are not transferred by the Purchasers. In respect of some of the shares the records are under compilation. The Shares are in the name of V. Dinesh Traders Ltd., the former name of the company. Accordingly dividends if received the same is not credited in company's account. The loss /damage, if any, due to these discrepancies are not provided in the account.

e) ACCOUNTING FOR TAX

Current Tax is accounted on the basis of estimated taxable income for the current accounting year and in accordance with the provision of Income Tax Act, 1961.

f) DISCLOSURES SPECIFIED BY THE MSMED ACT

As per the information available with the company there are no Micro, Small and Medium Enterprises as defined under the "Micro, Small and Medium Enterprises Development Act, 2006", and hence not reported.

For Terraform Magnum Limited

NOTES TO FINANACIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2014

NOTE 3 SHARE CAPITAL

PARTICULARS	31.04.2014		31.03.2013	
	Number	Amount	Number	Amount
AUTHORISED				
2,40,000 Equity Shares of Rs. 10/- each	240,000	2,400,000	240,000	2,400,000
ISSUED, SUBSCRIBED AND PAID UP Equity Shares of Rs. 10/- each fully paid up	240,000	2,400,000	240,000	2,400,000
Total	240,000	2,400,000	240,000	2,400,000

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period;

Particulars	31.03.2014		31.03.2013	
THE CONTROL OF THE CO	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	240000	2,400,000	240000	2,400,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	240000	2,400,000	240000	2,400,000

(ii) Details of Shareholder holding more than 5 percent equity shares:

AS BEOLIV	lar 2014	As at 31 March 2013	
No. of Shares	% of Holding	No. of Shares	% of Holding
29100	12.13	29100	12.13
18000	7.50	18000	7.50
17800	7.42	•	-
15100	6.29	15100	6.29
13000	5.42	13000	5.42
12000	5.00	12000	5.00
14000	5.83	14000	5.83
14100	5.88	14100	5.88
	29100 18000 17800 15100 13000 12000 14000	No. of Shares % of Holding 29100 12.13 18000 7.50 17800 7.42 15100 6.29 13000 5.42 12000 5.00 14000 5.83	No. of Shares % of Holding No. of Shares 29100 12.13 29100 18000 7.50 18000 17800 7.42 - 15100 6.29 15100 13000 5.42 13000 12000 5.00 12000 14000 5.83 14000

NOTE - 4 RESERVES & SURPLUS

PARTICULARS	As at 31 March 2014	As at 31 March 2013
Surplus in Statement of Profit and Loss As per Last Financial Statements	1,505,657	977,766
Add: Transferred during the year from Statement of Profit and Loss	(816)	527,891
Total Reserves and Surplus	1,504,841	1,505,657

For Terraform Magnum Limited

NOTES TO FINANACIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2014

NOTE - 5 SHORT TERM BORROWINGS

Particulars Particulars	As at 31 Mar 2014	As at 31 March 2013
Unsecured, considered good a) Loans and advances from related parties	2,335,766	1,950,766
Total Rs	2,335,766	1,950,766

NOTE - 6 TRADE PAYABLES

Particulars	As at 31 Mar 2014	As at 31 March 2013
a) Creditors for Lease Hold Land at Kandivli :	15,000	190,000
Total Rs	15,000	190,000

NOTE - 7 OTHER CURRENT LIABILITIES

Particulars	As at - 31 Mar 2014	As at 31 March 2013
a) Creditors for Expenses	46,761	33,694
Total Rs	46,761	33,694

NOTE - 8 SHORT TERM PROVISIONS

Particulars	As at 31 Mar 2014	As at 31 March 2013
Provision for Income Tax A.Y. 2012-2013 Provision for Income Tax A.Y. 2013-2014	310,000 125,000	310,000 125,000
Total Rs	435,000	435,000

For Terraform Magnum Limited

TERRAFORM MAGNUM LIMITED (formerly EVEREST BUILDCON LIMITED) NOTES TO FINANACIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2014

NOTE 9 NON CURRENT INVESTMENT

Particulars	As at 31 Mar 2014		Particulars As at 31 Mar 2014 As at 31 March 2013	
	Quantity	Value (Rs.)	Quantity	Value (Rs.)
a) Investment in Equity shares, quoted, fully paid up				
Andhra Cements Ltd.	500	1,625	500	1,625
Gujarat Raffia Inds. Ltd.	168	75	168	75
Larsen & Toubro Ltd.	270	15,750	270	15,750
Sunflag Iron & Steel Co.Ltd.	45	5,725	45	5,725
Tata Iron & Steel Co.Ltd.			57	7,573
UTI Master Shares	4800	55,717	4800	55,717
Videocon Industries Ltd.			. 20	12,000
Bharat fertilizer industries Ltd		-	1350	-
National Steel & Agro Industries Ltd		-	400	-
Castrol india Ltd		-	36	
		78,892		98,465
b) Investment in Equity shares, Unquoted, fully paid up				:
Acme Mfg.	1000	2,000	1000	2,000
Hamkunt Timber Prod. Ltd.	2000	6,500	2000	6,500
Karnataka Ball Bearing Corp.Ltd.	1200	12,000	1200	12,000
Khaitan Hostombe Ltd.	400	4,000	400	4,000
Kothari Intergroup Ltd.	250	2,500	250	2,500
Northern Leasing Ltd.	500	5,000	500	5,000
Quality Steels & Forgings Ltd.	2000	53,000	2000	53,000
Richimen Silks Ltd.	200	2,750	200	2,750
Ross Mur.Money Growth Fund Ltd.	150	2,625	150	2,625
Sri Ramkrishna Steel Ind.Ltd.	2000	28,250	2000	28,250
Surya Credits Ltd.	2000	20,000	2000	20,000
ORG Informatics	240		240	
		138,625		138,625
c) Investment in Preference shares, Unquoted, fully paid up				
Shri Rayalseema Alkalies & Allied Chem Ltd.	1012	1,500	1012	1,500
d) Investment in Debentures, Unquoted, fully paid up				
Karnataka Ball Bearing Corpn.Ltd.	400	28,000	400	28,000
J.K.Synthetics Ltd.	14	1,820	14	1,820
Tisco SPN	18	1,179	18	1,179
	t.	30,999		30,999
Total Rs		250,016		269,589

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For Terraform Magnum Limited

NOTES TO FINANACIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2014

NOTE - 10 INVENTORIES

	As at	Asat
Particulars	31 Mar 2014	31 March 2013
At lower of cost or net realisable value		
AND IT I PURE ON ON		
a) Work-in-progress - Kandivali (E), S No 23 Opening WIP	5,710,286	5,572,129
Opening WII	3,710,200	2,5,2,123
Add: Expense incurred during the year:	224,687	138,157
Total Rs	5,934,973	5,710,286

(b) Inventories are as taken, valued and cetified by the Management

NOTE - 11 CASH AND CASH EQUIVALENTS

Particulars	As at 31 Mar 2014	As at 31 March 2013
a) Balances with banks: i) in Current account	77,628	84,953
b) Cash on hand	1,859	326
Total Rs	79,487	85,279

NOTE - 12 SHORT TERM LOANS AND ADVANCES

Particulars	As at 31 Mar 2014	As at 31 March 2013
a) Deposits	35,650	35,650
b) Loans and advances	437,242	414,312
Total Rs	472,892	449,962

For Terraform Magnum Limited

NOTES TO FINANACIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2014

NOTE - 13 OTHER INCOME

PARTICULARS	As at 31 Mar 2014	As at 31 March 2013
a) Other Income Dividend Long Term Capital Gain	15,897 117,926	25,159 793,379
	133,824	818,538

NOTE - 14 EXPENDITURE

PARTICULARS	As at 31 Mar 2014	As at 31 March 2013
a) Legal & Professional Fees b) Payment to Auditor c) Rates, Taxes & Fees d) Advertisements e) Profession Tax f) Printing & Stationery g) Refreshment Expenses h) Demat Charges i) Brokerage & Service Tax (Shares) j) Securities Transaction Tax k) Misc. Expenses	45,452 11,236 19,544 51,847 2,500 885 1,942 - 796 137 301	46,952 11,236 49,980 45,255 2,500 150 - 4,000 4,565 793 32
	134,640	165,463

c) Auditor Remuneration

Auditors' remuneration includes the following amounts paid or payable as to them during the year:

As Auditors fees	8,427	8,427
In other Capacity	2,809	2,809
Total Rs	11,236	11,236

As per our report of even date attached

FOR J.D.ZATAKIA & COMPANY FIRM REGN NO. 111777W CHARTERED ACCOUNTANTS

J.D.ZATAKIA-PROPRIETOR Membership No. :- 17669

PLACE: MUMBAI

DATE : 2 8 MAY 2014

FOR AND ON BEHALF OF THE BOARD

DIRECTORS

PLACE: MUMBAI

DATE: 2 8 MAY 2014

Annexures to Notes

Annexure to Note 5

Particulars;	As at 31 Mar 2014	As at 31 March 2013
Loan from Related Party Kishor N. Shah	2,335,766	1,950,766
Total Rs	2,335,766	1,950,766

Annexure to Note 6

Particulars:	31 Mar 2014	
a) Creditors for Lease Hold Land at Kandivli : Kisan Hira Janya Komb	15,000	190,000
Total Rs	15,000	190,000

Annexure to Note 7

Particulars	As at 31 Mar 2014	As at 31 March 2013
a) Creditors for Expenses	Security is need to return the security of the	
Audit Fees Payable	11,236	11,236
T.D.S.Payable	1,664	1,343
S ervice Tax Payable	1,204	973
Mruga Corporate Services Pvt Ltd	3,034	3,034
Security Charges payable	13,123	10,608
S. K. Srivastav & Co.	16,500	-
C. G. Pampat & Co	-	6,500
Total Rs	46,761	33,694

For Terraform Magnum Limited

Annexures to Notes

Annexure to Note 10

Particulars.	As at 31 Mar 2014	As at 31 March 2013
a) Work-in-progress - Kandivali (E), S No 23		
Opening WIP	5,710,286	5,572,129
Expense incurred during the year: Professional fees	53,681	-
Security Charges	170,471	133,203
Conveyance	535	1,153
Printing & Stationery	-	3,129
Repairs & Maintainence	-	472
Notary Charges	<u>.</u>	200
	224,687	138,157
Total Rs	5,934,973	5,710,286

Annexure to Note 11

Particulars	As at 31 Mar 2014	As at 31 March 2013		
a) Balances with banks:				
i) in current :				
Thane Bharat Sahakari Bank Ltd. C/A - 460	54,614	52,249		
HDFC Bank Ltd- 02272050000072	5,892	15,582		
Hi-Life-HDFC Bank Ltd- 01462320002735	17,122	17,122		
	77,628	84,953		

Annexure to Note 12

Particulars	As at 31 Mar 2014	As at 31 March 2013
a) Deposits		25.650
Layout Deposit with MCGM	35,650	35,650
b) Loans and advances		
Income Tax A.Y. 2012-13	64,312	64,312
Advance Tax A. Y. 2012-13	250,000	250,000
Advance Tax A. Y. 2013-14	100,000	100,000
S A Tax A. Y. 2013-14	22,930	-
	437,242	414,312
Total Rs	472,892	449,962

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For Terraform Magnum Limited

Section 14A Disallowance Details

Sı	r	Particulars		Amount Rs		Amount Rs
	1	Expenses Directly attributable to exempt Income No Expenditure is directly attributable to exemp income				
	2	Interest not directly attributable to particular Income or Receipt No interest expenditure debited to profit & loss A/c				
43	3	0.5% of Average Investments		1,137		1,185
		Average Investment Investment on 01/04/2013 (Refer Annexure 1) Investment on 31/03/2014 (Refer Annexure 2) Average Investment = Total / 2	237,090 217,517 454,607 227,304		237,090 237,090 474,181 237,090	
		Total Disallowance		1,137		1,185

Annexure - 1-Investments on 1/04/2013 (Capable of Earning Tax Free Income)

Name of the Company	Qty	Amt As on	Qty	Amt As on
Name of the Company	31.03.2013	31.03.2013	31.03.2012	31.03.2012
Kothari Intergroup Ltd.	250	2,500	250	2,500
Karnataka Ball Bearing Corp.Ltd.	1200	12,000	1200	12,000
Northern Leasing Ltd.	500	5,000	500	5,000
Khaitan Hostombe Ltd.	400	4,000	400	4,000
Sri Ramkrishna Steel Ind.Ltd.	1000	10,000	1000	10,000
Surya Credits Ltd.	2000	20,000	2000	20,000
Quality Steels & Forgings Ltd.	2000	53,000	2000	53,000
Richimen Silks Ltd.	200	2,750	200	2,750
Sunflag Iron & Steel Co.Ltd. (P.P.)*	1145	5,725	1145	5,725
Videocon International Ltd.	20	12,000	100	12,000
Reliance Energy Ltd.	270	15,750	270	15,750
Shri Rayalseema Alkalies & Allied Chem Ltd.	57	7,573	57	7,573
Cadila Healthcare Ltd	5800	55,717	5800	55,717
Zydus Wellness Ltd	1000	2,000	1000	2,000
Larsen & Toubro Ltd.	500	1,625	500	1,625
Reliance Capital Ltd.*	68	75	68	75
Reliance Industries Ltd.*	1000	18,250	1000	18,250
TATA Motors*	150	2,625	150	2,625
Tata Iron & Steel Co.Ltd.	2000	6,500	2000	6,500
Total (A) :-	19560	237,090	19640	237,090

Annexure - 2-Investments on 31/03/2014 (Capable of Earning Tax Free Income)

Name of the Company	Qty	Amt As on	Qty	Amt As on
ivanie of the Company	31.03.2014	31.03.2014	31.03.2013	31.03.2013
Kothari Intergroup Ltd.	250	2,500	250	2,500
Karnataka Ball Bearing Corp.Ltd.	1200	12,000	1200	12,000
Northern Leasing Ltd.	500	5,000	500	5,000
Khaitan Hostombe Ltd.	400	4,000	400	4,000
Sri Ramkrishna Steel Ind.Ltd.	1000	10,000	1000	10,000
Surya Credits Ltd.	2000	20,000	2000	20,000
Quality Steels & Forgings Ltd.	2000	53,000	2000	53,000
Richimen Silks Ltd.	200	2,750	200	2,750
Sunflag Iron & Steel Co.Ltd. (P.P.)*	1145	5,725	1145	5,725
Videocon International Ltd.		· ·	20	12,000
Larsen & Toubro Ltd.	270	15,750	270	15,750
Tata Iron & Steel Co.Ltd.			57	7,573
UTI Master Shares	5800	55,717	5800	55,717
Acme Mfg.	1000	2,000	1000	2,000
Andhra Cements Ltd.*	500	1,625	500	1,625
Gujarat Raffia Inds. Ltd. (PP)	68	75	68	75
Shri Ramkrishna Steel Inds Ltd.	1000	18,250	1000	18,250
Ross Mur.Money Growth Fund Ltd.	150	2,625	150	2,625
Hamkunt Timber Prod. Ltd.	2000	6,500	2000	6,500
Total (A) :-	19483	217,517	19560	237,090

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For Terraform Magnum Limited