

SGMOM/02/22-23

26/11/2022

Minutes of the Special General Body Meeting of Empire Kismet CHS Ltd.

The Special General Body Meeting of Empire Kismet Cooperative Housing Society Ltd. was called by the Secretary, Mr. Nanu Rohit as per notice bearing No. SGM/Notice/02A/22-23 dated 11/11/2022. The meeting was held in hybrid mode (Offline as well as Online). The offline venue was Checkers, Otters Club, Carter Road, Bandra West, Mumbai 400 050. The meeting started on time at 11:00 am on 26/11/2022.

The following Members attended the meeting:

Sr. No.	Name of the Member	Flat No.	Attendance Mode
1	Mr. Goenka Arun	20	Offline
2	Mr. Rohit Nanu	14	Offline
3	Mr. Janardan Mahesh	19	Offline
4	Mr. Gonsalves Godwin	2	Offline
5	Mr. Khemani Shyam	10	Offline
6	Mrs. Shaikh Jamila	1	Offline
7	Mrs. Baig Moina	23	Offline
8	Mr. Mankar Rohit	21	Offline
9	Mrs. Mohimtule Khadija	24	Offline
10	Mr. Mankar Prakash	22	<u>Online</u>
11	Mr. Asrani Vishal	18	<u>Online</u>
12	Mr. Asrani Nirmal	17	Offline
13	Mrs. Chadha Juhi	15 / 16	Offline
14	Mr. Batliwala Sakir	3 / 9 & 12	Offline
15	Mrs. Sethna Simone	11	Offline
16	Mr. Batliwala Safan	7	Offline
17	Mr. Sarkari Jimmy	6	Offline
18	Mr. D'souza Connel	5	<u>Online</u>
19	Mrs. Batliwala Ashfiya	8	Offline
20	Mr. Batliwala Shakil	4	Offline

A total of seventeen (17) Members attended the meeting in the offline mode, and three (03) Members attended in the online (Zoom) mode. The signed copy of the attendance sheet and confirmation emails from Members, those who attended online, is attached to this Minutes of Meeting.

The meeting was chaired by Mr. Arun Goenka, the Chairman of the Society. He warmly welcomed all the Members to Empire Kismet Cooperative Housing Society's Special General Body Meeting in hybrid mode. He expressed his joy at seeing a 100% quorum.

The Chairman warmly welcomed Mr. Nitin Tabhane and Ms. Ashwini, Legal Advisors of the Society and Mr. Ronak Mehta, PMC of the Society. He informed the Members that Mr. Nitin Tabhane had been working overtime to ensure that the DA covered all the points raised while also coordinating with the builder's lawyers. On behalf of the Society, the Chairman thanked Mr. Nitin Tabhane and the Members welcomed this with a round of applause.

The Chairman thanked Mr. Ronak Mehta for all the work done in the background and also for his presence in key meetings. He informed the Members that Mr. Mehta's amazing grasp on the subject and the way he articulated important points helped in resolving the apprehensions of many Members. On behalf of the Society, the Chairman thanked Mr. Ronak Mehta and the Members welcomed this with a round of applause.

The Chairman expressed his happiness on reaching this milestone event of the DA Approval. He reminisced about the entire process of Redevelopment starting from the letters from the Members, the multiple Managing Committee Meetings culminating with the wonderful Special General Body Meeting in which all the Members voted for JGB Builders LLP in one voice. He opined that all of this was done as per the guidelines of section 79A and reams of documents were created to ensure compliance. He thanked all the Members on the Managing Committee for all the time taken and discussions on various subjects.

The Chairman thanked all the Members for their contribution to the DA.

Mr. Arun Goenka informed the Members that the following rules will be applicable for this hybrid Special General Body Meeting:

- This Special General Body Meeting is being called for approval of the drafts of the various documents pertaining to the redevelopment of the Society's property by the developer, JGB BUILDERS LLP including the Development Agreement, Power of Attorney, Permanent Alternate Accommodation Agreement and other required documents. Ample time and opportunities have been given for discussions and hence I would like to put all the Agenda Points to vote.
- There will be a vote on all the points and all points will be carried only by majority.
- This being a Special General Body Meeting, no other points other than that on the Agenda will be discussed.
- He requested Members not to speak over each other and informed that everyone would be given an opportunity to speak.
- He requested Members joining on the zoom app to please keep their devices on mute.

He requested Members to respect these rules.

With the above, the Chairman began with the Agenda of the Special General Body Meeting:

Agenda Point No. 1:

To elect a Chairperson for the meeting in case of the absence of the Society's Chairman.

The Chairman informed the house that Agenda No. 1 was not applicable since he was present and hence started with Agenda No. 2.

Agenda Point No. 2:

To approve the drafts of the various documents pertaining to the redevelopment of the Society's property by the developer, JGB BUILDERS LLP including the Development Agreement, Development Power of Attorney, Permanent Alternate Accommodation Agreement and other required documents.

The Chairman requested the Members to vote on the Agenda. Mrs. Juhi requested the Chairman to clarify a few points on the DA before voting on the subject. Even though some Members felt that ample time for discussions had been given, the Chairman on the request of Mr. Tabhane and Mr. Mehta allowed for a discussion on some points of the DA. Mrs. Juhi raised the point of termination in Clause 27.1.4. Mr. Tabhane and Mr. Mehta clarified the issue on hand. Mrs. Sethna wanted to know if any developer would be part of the construction if the Society exercises its 'Step in Rights'. Mr. Mehta clarified that in the event of 'Step In' the

Society would only need a Contractor and not a Developer. Furthermore, the Society would only construct the Member flats and Security Premises. Mr. Sakir Batliwala wanted to put his viewpoint on the matter. He informed the Chair that we should follow not only the tender conditions but also the guidelines of 79A. He felt that there has been a deviation from the tender conditions as well as the guidelines of 79A. The Chairman informed Mr. Sakir Batliwala that all points were discussed in the meeting of 19/11/2022 in the presence of the Builder and at that time no objections were taken. Mr. Tabhane informed the house that the rights of the Society have been fully protected.

After due discussions Mr. Tabhane amended the clause, in everyone's presence, to read as under:

27.1.4 In the event the Society decides to exercise step-in rights and obtain Part OC for Members' New Flats, then the Developer shall have a maximum period of 24 months from the date of Part OC to complete the construction of the New Building and obtain Full OC. In the further event, the Developer fails to complete the construction of the Developer's Flat and procure Full Occupation certificate within 24 months from date of Part OC, the Developer shall not be entitled to the Developer's Flats and Developer shall solely be responsible for the obligations of the Purchasers of the Developer's Flat and the Society and/or Members shall not be responsible in any manner whatsoever. The entire balance unsold FSI, and the balance receivable by the Developer from the Purchasers of Developer's Flat shall belong to the Society and Developer shall not have any right over the same. On expiry of the 24 months from the date of part OC, the Developer shall cease to have any right, title and interest in the Development right granted to it under this Agreement.

Mr. Sakir Batliwala wanted to know why the clause containing the store room, which was present in the previous DA, was removed. The Chairmen clarified that post the meeting of 19/11/2022, Mr. Sakir Batliwala was to get back to the Managing Committee with their final requirements after speaking to all the Lawyers concerned. Since there was no update, the clause was removed from the Development Agreement. The Treasurer, Mr. Mahesh Janardan, with permission from the Chairman, informed Mr. Sakir Batliwala that the Managing Committee had informed the Builders that subject to the rights of the Society being protected, the Managing Committee has no objection to any payments or dues being made by the Builder in lieu of the Storeroom. He further informed Mr. Batliwala that the issue of the Storeroom can be a subsequent clause or a separate agreement. The Chairman also echoed the same words. He further reminded Mr. Shakil Batliwala that he was supposed to have a meeting where the Managing Committee, his Lawyers, the Society's Lawyers and the Builder were to be present. Since no such meeting was called, the Managing Committee is unaware of what has transpired.

Mrs. Juhi wanted to know from the Treasurer if Mr. Sakir Batliwala and Family could vote on the Development Agreement contingent on the clause being present. To this the Treasurer opined that they can vote in any way that they deem fit.

The Chairman informed all the Members present that he has given more than sufficient time and now the agenda point needs to be put to vote. Mrs. Sethna requested for time for an additional point on the PAAA. Mrs. Chadha requested that clause 14.3 be also reviewed. Mr. Tabhane clarified that rights of transfer from parent to ward are covered under clause 14.4 point. Mr. Mehta suggested that reference to clause 14.4 be indicated in clause 14.3 and Mr. Tabhane amended the clause, in everyone's presence, to read as under:

14.3 Any time after the execution of this Agreement, subject to what is stated in clause 14.4 if any Member desires to sell / transfer his / her/ their Existing Premises, then such Member shall first offer to sell his/her/their flat to the Developer and the Developer shall have a first right of refusal to purchase the same from such Existing Member. The Developer shall communicate its acceptance or rejection to such offer within a period of 7 (seven) days from the date of the offer.

The Chairman once again informed all the Members present that he has given more than sufficient time and now the agenda point needs to be put to vote. He accordingly read out the agenda point No. 2 and requested Members to raise their hand if they were in agreement to the agenda.

The results of the vote are:

Sr. No.	Name of the Member	Flat No.	Vote
1	Mr. Goenka Arun	20	Yes
2	Mr. Rohit Nanu	14	Yes
3	Mr. Janardan Mahesh	19	Yes
4	Mr. Gonsalves Godwin	2	Yes
5	Mr. Khemani Shyam	10	Yes
6	Mrs. Shaikh Jamila	1	Yes
7	Mrs. Baig Moina	23	Yes
8	Mr. Mankar Rohit	21	Yes
9	Mrs. Mohimtule Khadija	24	Yes
10	Mr. Mankar Prakash	22	Yes
11	Mr. Asrani Vishal	18	Yes
12	Mr. Asrani Nirmal	17	Yes
13	Mrs. Chadha Juhi	15 / 16	Yes
14	Mr. Batliwala Sakir	3 / 9 & 12	Yes. Subject to the Clause on the Storeroom being reinstated
15	Mrs. Sethna Simone	11	Yes
16	Mr. Batliwala Safan	7	Yes. Subject to the Clause on the Storeroom being reinstated
17	Mr. Sarkari Jimmy	6	Yes
18	Mr. D'souza Connel	5	Yes
19	Mrs. Batliwala Ashfiya	8	Yes. Subject to the Clause on the Storeroom being reinstated
20	Mr. Batliwala Shakil	4	Yes. Subject to the Clause on the Storeroom being reinstated

The Members welcomed this with a round of applause.

Mr. Connel D'Souza wanted information on the PAAA point raised by Mrs. Sethna. The Chairman informed her that the point on the PAAA will be taken up subsequently.

Mr. Connel D'Souza requested Mr. Tabhane to put up the clause and Mrs. Sethna's points on the screen so that all the Members could observe it. Mr. Tabhane once again clarified that the point of putting 'on ownership basis' does not arise since the Developer is merely constructing in grant of Development Rights. He further clarified that all Members continue to be owners and that no Member is transferring their flats to the Developer. Mr. Mehta informed the Member that her request is not in the right clause and requested Mr. Tabhane to add the Member's requirement in a different clause. Mr. Tabhane accordingly amended the following clause, in everyone's presence, to read as under:

- I. In terms thereof, the Existing Member is allotted and thereby entitled to a new Flat bearing Flat No. [●] admeasuring [●] square feet (RERA carpet area) on the [●] floor in the New Building to be constructed on the said Land and as detailed in proposed Floor Plan hereto annexed and marked Annexure "[●]" along with [●] nos. of car parking spaces in the [●] of the said Building bearing nos. [●] and [●], the ownership of the same shall continue with the Member and which is more particularly described in the Third Schedule hereunder written (hereinafter referred to as the said "New Flat");

After detailed discussions, the following resolution was passed:

Resolution of Agenda Point No. 2:

RESOLVED that drafts of Development Agreement and other required documents pertaining to the redevelopment of the Society's property by the developer, JGB BUILDERS LLP be approved as above.

Proposed by: Mr. Nirmal Asrani
Seconded by: Mr. Connel D'Souza
Passed: Unanimously.

FURTHER RESOLVED that drafts of Permanent Alternate Accommodation Agreement pertaining to the redevelopment of the Society's property by the developer, JGB BUILDERS LLP be approved as above.

Proposed by: Mrs. Juhi Chadha
Seconded by: Mrs. Simone Sethna
Passed: Unanimously.

FURTHER RESOLVED that drafts of Development Power of Attorney pertaining to the redevelopment of the Society's property by the developer, JGB BUILDERS LLP be approved as above.

Proposed by: Mr. Rohit Mankar
Seconded by: Mr. Jimmy Sarkari
Passed: Unanimously.

Mr. Mehta informed the Members that the topic of the common toilets on the mid landing of every floor can be kept in abeyance at this stage and a final decision can be taken when the plans come for approval. This was appreciated by all. The point of common toilets on the mid landing of every floor will be accordingly removed from Annexure L.

Agenda Point No. 3:

To authorise the Managing Committee Members of the Society on behalf of the Society to sign, execute, register, admit execution and lodge for registration the Development Agreement, Development Power of Attorney and other required documents in the name of the Society and for and on behalf of the Society.

After due discussions, the following resolution was passed.

Resolution of Agenda Point No. 3:

RESOLVED that Managing Committee Members of the Society, on behalf of the Society, sign, execute, register, admit execution and lodge for registration the Development Agreement, Development Power of Attorney and other required documents in the name of the Society and for and on behalf of the Society.

Proposed by: Mrs. Moina Baig
Seconded by: Mrs. Jamila Shaikh
Passed: Unanimously.

Agenda Point No. 4:

To take decisions on taking the Society's redevelopment project forward.

The Chairman requested Mr. Mehta to inform the Members on the way forward.

Mr. Mehta informed the Members that the next few steps for the Redevelopment would be after the Members approve the tentative plan; the Society's Legal advisors can prepare the final documents for signing. Simultaneously the Developer through his Architect will start preparing detailed plans to be submitted to the MCGM. In the meantime, the Society can start finalizing allocations and take signatures of the Members on the allocations based on which the drawings can be corrected. Meetings will be held to approve the drawing and keep Members abreast of the various stages of approvals. He once again informed the Members that at this stage the Members will have to approve the tentative plan based on which the Developer can prepare

detailed drawings showing the allocation, amenities etc.

The Chairman thanked Mr. Mehta for succinctly covering all the points and requested the Members to move to agenda no. 5.

Agenda Point No. 5:

To tentatively approve one out of the four submitted plans to enable the Developer to submit the same to the concerned authorities.

The Chairman requested that the plans be displayed on the screen and requested the Members to vote for their preferred plan.

The results of the vote are:

Sr. No.	Name of the Member	Flat No.	Vote for Design Proposal
1	Mr. Goenka Arun	20	4
2	Mr. Rohit Nanu	14	4
3	Mr. Janardan Mahesh	19	4
4	Mr. Gonsalves Godwin	2	4
5	Mr. Khemani Shyam	10	4
6	Mrs. Shaikh Jamila	1	4
7	Mrs. Baig Moina	23	4
8	Mr. Mankar Rohit	21	4
9	Mrs. Mohimtule Khadija	24	4
10	Mr. Mankar Prakash	22	4
11	Mr. Asrani Vishal	18	4
12	Mr. Asrani Nirmal	17	4
13	Mrs. Chadha Juhi	15 / 16	4
14	Mr. Batliwala Sakir	3 / 9 & 12	4
15	Mrs. Sethna Simone	11	4
16	Mr. Batliwala Safan	7	4
17	Mr. Sarkari Jimmy	6	4
18	Mr. D'souza Connel	5	4
19	Mrs. Batliwala Ashfiya	8	4
20	Mr. Batliwala Shakil	4	4

The following resolution was passed.

Resolution of Agenda Point No. 5:

RESOLVED that Design Proposal 4 be approved as above.

Proposed by: Mr. Godwin Gonsalves

Seconded by: Mrs. Jamila Shaikh

Passed: Unanimously.

The Chairman thanked the Members and requested Mr. Tabhane to inform the Members of the way forward specifically with respect to signing of the various documents. He also requested the Members present to sign

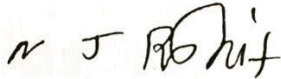
the DA Acceptance sheet.

Mr. Tabhane opined that now that all the Members had unanimously approved the DA, the signing process can begin at the earliest so that there would be no further delay and the papers could be filed for adjudication. He informed the Members that the process of preparing the final documents will be done within one week.

The Chairman then thanked all the Members and declared the meeting as closed.

for **EMPIRE KISMET COOPERATIVE HOUSING SOCIETY LTD.**

(Regd.No.Bom/Hsg/2151 of 1969, Dated 19/08/1969)



NANU ROHIT
HON. SECRETARY

Place: Mumbai

Date: 26/11/2022