

Minutes of the Meeting of the Managing Committee (MC) with Toughcons Nirman Pvt Ltd (TNPL) Tuesday, 29 July 2025 at 12:00 noon.

Attendees:

1. Mr. Jayant Gaitonde (Co-Founder & Chairman, TNPL)
 2. Mr. Nayan Dedhia (Co-Founder & Managing Director, TNPL)
 3. Mr. Mahesh Kalyanpur (Chairman, TCHS)
 4. Mr. Shivdutt Halady (Hon. Secretary, TCHS)
 5. Mr. Satyendra Kumble (Hon. Treasurer, TCHS)
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- We informed the TNPL attendees that the General Body (GB) had opted for the Builder Model for redevelopment of the Society and had selected them as our PMC. The GB had mandated that the issuance of the Appointment Letter to TNPL was subject to satisfactory completion of due diligence by the Managing Committee (MC) which would include visits to some Societies where TNPL had been appointed as PMC – both work-in-progress as well as completed Projects. The MC would want to meet Office Bearers of these Societies and therefore requested TNPL to provide details of the Societies and co-ordinates of the Office Bearers. It was agreed that these on-site visits would be conducted on Sunday, 03 August 2025.
 - TNPL was informed that going forward the MC will be their Point of Contact as the Redevelopment Sub-Committee (RSC) may be reconstituted at a later date.
 - Our Chairman during due diligence had come across 2 societies where TNPL were appointed as PMC and subsequently they had been replaced. We inquired about the Blue Arch CHS matter which had been highlighted by the MC to the GB members in the SGM dated 27 July 2025 as a Red Flag emanating from independent due diligence having been conducted by the MC on TNPL. Mr. Gaitonde explained that another PMC M/s. UK Designs Pvt. Ltd. founded by Uday Kanadia was appointed as PMC by Blue Arch CHS. Toughcons had partnered with UK Designs Pvt Ltd in many projects. Mr. Gaitonde mentioned that he was the Hon. Secretary of Blue Arch CHS at the time.
 - The neighbouring Society of Blue Arch CHS, namely Hari Om Sai CHS had appointed Toughcons as a PMC for their project. Both these societies are located in Andheri (West). Hari Om Sai CHS and Blue Arch CHS had adjacent plots with areas of 2,900 sq. m. and 6,600 sq.m. and a road width of 9 m. and 12 m. respectively. Hence neither Society was eligible for Redevelopment under the Cluster Redevelopment option under 33(9). The GB members of the two Societies therefore came together and decided to undertake Cluster Redevelopment and appointed Narang Builders as the Developer.
 - Subsequently, there were disputes between 2 groups of members of the two Societies who fell out with each other and decided to redevelop their plots independently and the agreement with Narang Builders was terminated. They had not signed Development Agreement (DA) agreement with Narang Builders.
 - Since time had elapsed before this decision was taken, Narang Builders filed a suit against both Societies claiming a business loss of Rs. 188 crores. Mr. Gaitonde

mentioned that he and their Chairman continue to be members of the MC of Blue Arch CHS, though both have resigned from their office bearer positions.

- While Hari Om Sai CHS has appointed a PMC and almost finalized a builder, Blue Arch CHS are in the process of appointing PMCs. Mr. Gaitonde mentioned that he was approached by the office bearers of Blue Arch CHS to guide in the PMC selection which he is doing presently.
- Mr. Gaitonde also affirmed that there were no legal cases against him and no FIRs had been lodged against him in the Malad Police Station.
- We mentioned that the MC would like to be absolutely transparent with the GB members and to this end, besides providing regular updates, the MC also proposed to set up a Zoom Meeting with the GB members along with TNPL to provide updates and take their questions on the fourth Sunday of each month around 9:00 p.m. TNPL agreed to this suggestion.
- TNPL mentioned that since the Builder Model had been selected, a tender would have to be floated to invite bids. Given the size and prime location of our plot, all top end builders (referred to by them as "AA") would be keen to bid for our Project. Some of the names mentioned by them were Rustomjee, Oberoi, Godrej, Mahindra Realty, Avighna, Adani, DLF and Purvankara. We expressed our concerns as to whether these builders may form cartels when they ply to the Tender, resulting in sub-par bids. TNPL mentioned that in their view the space where "AA" category builders operate is extremely competitive and therefore cartelization does not take place.
- TNPL suggested that we can float a tender "By Invitation Only") which is akin to a 'Closed Tender' where the Society can select the Developers who are invited to bid, thereby eliminating those that the Society would not want to deal with. In this situation, if a minimum of 3 bidders come forth, the process could be taken forward. We mentioned that we were not keen on this process but would prefer to opt for an 'Open Tender' through newspaper advertisements in the interest of complete transparency and objectivity. We also stated that if our members knew any developers, they could also suggest that those developers bid for the Open Tender. In case we wished to eliminate any name, we could do so because the Tender Document could include a clause stating that the Society reserved the right to reject any or all of the bids received, without assigning any reason whatsoever.
- TNPL suggested that the Tendering Process could be undertaken in 2 parts – the first stage being the Technical & Financial portion (to assess the capability of the bidders) and the second being the Commercial portion (to assess what was on offer to the Society). The initial elimination could be done basis the Technical Bids and only the shortlisted Builders could be moved to the Commercial Bids, Both these processes could also be done concurrently with the Commercial Bids being opened only after shortlisting builders based on the Technical & Financial Bids. The other alternative was to go for a single phase Tender to cover both aspects concurrently.

- When asked how much time the Tendering Process would take, TNPL stated that for a large Society like ours, it could take 6 to 9 months. They also suggested that the Development Agreement document could also be made a part of the Tender.
- We requested TNPL to send us a Draft Appointment Letter for our review and advised them that we would go for a phased appointment, the first phase culminating in completion of the Tendering Process and the eventual selection of the Builder/Developer. TNPL were agreeable to this requirement.
- We asked if in the interim, any activities could be commenced. TNPL advised that a survey would have to be conducted by a Licensed Surveyor which they would arrange. This survey would be done in the MHADA approved format (since MHADA would subsequently conduct the measurements) so as to align with MHADA's expectations. This survey would entail measuring the individual areas of each flat and could be conducted by measuring flats on a single floor and extrapolating the areas to other flats in the same building. We suggested that this would not be desirable because we had more than 70 different sizes of flats and also owing to many members having enclosed common areas into their flats. Also, terrace flats that were constructed in 1952 were predominately single room units where members had subsequently installed habitable lofts. TNPL indicated that the cost of this survey would be approximately Rs. 1.50 to Rs. 3.00 per square foot (in the MC's estimation, this would entail an expense of approx. Rs. 3,00,000/-).
- TNPL mentioned that they were in possession of the Total Station Survey (TSS) conducted by S P Enterprises in March 2021 and that at this stage, they did not feel that it was necessary to repeat it at this stage, though that TSS had included the Sundatta High School plot.
- We requested TNPL to share the Scope of Work (SOW) and to share the Standard Operating Procedure to be followed.
- TNPL mentioned that one of the challenges faced by larger Societies during the redevelopment journey was to get agreement on the documents and take into account the aspirations of their members and residents. This often contributed to delays. It was important to be inclusive in enlisting suggestions from members and their families. We therefore suggested that a workshop be conducted with the members and their families to understand expectations in terms of the amenities they desired so that these could be included in the Tender specifications. For example, TCHS had an annual congregation where our Swamiji visited the Society and there was a religious gathering attended by over 1,000 persons, for which an appropriate space would have to be earmarked. TNPL mentioned that they had done this with other Societies and would do so for our Project as well.
- We explained that vis-à-vis Self-Redevelopment, the financial benefits of a Builder Model may not be able to match up. Moreover, the profile of our GB members consisted predominately of senior citizens and retirees who depended on their savings for their day to day expenses. Hence, it was important for the PMC to suggest alternative and sustained income streams for the Society to offset this disadvantage. We gave the example of the MICL project in the adjacent plot who proposed to install giant screens at the top of each

of their 2 towers using the OOH (Out-of-Home) advertising platform to generate revenue. TNPL stated that they would look into this requirement.

- TNPL mentioned that while TCHS had appointed Lakshmi Murali as our legal consultant, the Society should consider the appointment of a Solicitor Firm as well. This was because all “AA” category builders had their empanelled Legal Firms hence it was imperative for the Society to have an experienced and reputed firm who could engage with them in negotiating documentation on behalf of the Society, which was the most critical part of the process. They suggested that firms like S N Partners, Law Point and DSK Legal may be considered.
- We reiterated the following requirements to TNPL:
 - Providing details of the Societies so that the MC members could visit them for due diligence on 03 August 2025.
 - Detailed Road Map for the Builder Led Redevelopment Process with timelines and costs to be incurred at each stage,
 - Final Feasibility Report to be provided post-appointment, which we emphasized would only be subject to satisfactory completion of due diligence.
- The MC has so far spoken to the following Societies where TNPL have been appointed as PMC and the feedback has been positive with no adverse observations:
 - Uttarayan CHS, Andheri (East)
 - Azad Sonali CHS, Vile Parle (East)
 - Charkop Orion CHS, Kandivali (West)
 - Priti Sangam CHS, Borivali (West)