



# BIGBLOC CONSTRUCTION LIMITED

CIN NO. : L45200GJ2015PLC083577

Regd. Off. : 601-B, 'A' Wing, International Trade Centre, Majura Gate, Ring Road, Surat-395 002.

(Ph.) : +91-261-2463261, 2463262, 2463263, 3234330 (F) : +91-261-2463264

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To,  
All Directors,  
Bigbloc Construction Limited

**Sub: NOTICE OF BOARD MEETING ON 11/02/2020**

**NOTICE** is hereby given that 09/2019-20 meeting of the Board of Directors of the Company will be held on the Tuesday, 11<sup>th</sup> February, 2020 at the Registered Office of the Company situated at 6th Floor, A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat- 395002, Gujarat to transact the following business:

**AGENDA:**

1. To Appoint Chairman of the meeting;
2. To Grant Leave of Absence, if any;
3. To take note of the Minutes of the previous Board Meeting;
4. To Review the Business Operations Carried Out during the Period;
5. To Consider And Approve the Un-Audited Financial Results along With Limited Review Report For the Quarter and Nine Months Ended on 31<sup>st</sup> December, 2019 as Per Regulation 33 Of SEBI (Listing Obligations And Disclosure Requirements) Regulation, 2015.
6. To place before the Board Quarterly Statement of Grievances Redressal Mechanism and Corporate Governance Report for the Quarter ended on 31<sup>st</sup> December, 2019 in Compliance of SEBI (LODR) Regulation, 2015;
7. To appoint Mr. Shyam Kapadia as a Company Secretary and Compliance Officer of the Company;
8. To change the Structure of Key Managerial Personnel pursuant to Regulation 30(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
9. To take on record the Shareholding Pattern for the Quarter ended 31<sup>st</sup> December, 2019;
10. To take on record the Reconciliation of Share Capital Audit Report for the Quarter ended 31<sup>st</sup> December, 2019;
11. To authorize any Director or KMP to file various e-forms with ROC;
12. To give Authority to Mr. Naresh Sitaram Saboo, Managing Director, Mr. Narayan Sitaram Saboo, Director, Mr. Mohit Narayan Saboo, Director & CFO and/or Mr. Shyam Kapadia, Company Secretary & Compliance Officer of the Company to give invitation to the invitee for attending the Board and Committee Meetings;
13. To authorize any Director or KMP to maintain and update Minutes and Statutory Registers of the Company;
14. To take note of waiver of sending Signed Minutes of Board/Committee Meetings to the Directors/KMP/Invitees of the Company;
15. To Consider And Review the Compliance Report Pertaining to Various Applicable Laws;
16. To take note of withdrawal of exchange letter from National Stock Exchange of India Limited (NSE Limited) dated October 15, 2019 w.r.t. fine levied withdrawn for regulation 34 of listing regulations for the year ended March 31, 2019.





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17. Any other Business with the permission of the Chair/ Board;
18. Vote of thanks by Chairman.

Kindly make it convenient to attend the meeting. In case due to any unavoidable circumstance you are not able to attend the meeting kindly inform about the leave from meeting at least 24 hours in an advance.

**NOTES OF AGENDA FOR THE MEETING ARE ENCLOSED.**

**FOR AND ON BEHALF OF  
BIGBLOC CONSTRUCTION LIMITED**

**Mohit Narayan Saboo**  
Director & CFO  
DIN: 02357431





**AGENDA NOTES FOR THE BOARD MEETING NO. 09/2019-20 TO BE HELD ON 11<sup>TH</sup> FEBRUARY, 2020**

**ITEM NO. 1: TO APPOINT CHAIRMAN OF THE MEETING:**

Mr. Narayan Saboo shall be the Chairman of the meeting. If he will unable to attend the board meeting, the directors may elect any one of themselves to be chairman for this meeting.

**ITEM NO. 2: TO GRANT LEAVE OF ABSENCE, IF ANY:**

The Board is requested to grant Leave of Absence to the absentee Director(s), if any from attending the meeting of the Board.

**ITEM NO. 3: TO TAKE NOTE OF THE MINUTES OF THE PREVIOUS BOARD MEETING:**

The minutes of the board meeting held on 31<sup>st</sup> December, 2019 as circulated earlier shall be placed before the Board at the venue of the meeting. The board is requested to take note of the same at the ensuing board meeting.

**ITEM NO. 4: TO REVIEW THE BUSINESS OPERATIONS CARRIED OUT DURING THE PERIOD:**

The detail report on the operation of the company since last board meeting will be presented by the Chairman at the venue of the meeting.

**ITEM NO. 5: TO CONSIDER AND APPROVE THE UN-AUDITED FINANCIAL RESULTS ALONG WITH LIMITED REVIEW REPORT FOR THE QUARTER AND NINE MONTHS ENDED ON 31ST DECEMBER, 2019 AS PER REGULATION 33 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015.**

The Chairman of the Company is requested to place before the Board the Unaudited Financial Results for the quarter and nine months ended on 31<sup>st</sup> December, 2019 as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 to be submitted to the Stock Exchange. The approval of the Board is to be accorded and to pass the following resolution with or without modifications:

**DRAFT RESOLUTION**

**“RESOLVED THAT** the Unaudited Financial Results for the quarter and nine months ended on 31<sup>st</sup> December, 2019 as placed before the meeting be and are hereby approved and taken on record.

**RESOLVED FURTHER THAT** any director of the Company be and is hereby authorized to sign the same and furnish the same to the Stock Exchanges where the shares of the Company are listed and to publish the same in the newspapers as required under the listing regulations.

**RESOLVED FURTHER THAT** the Limited Review Report of Auditors on Unaudited Financial Results for the quarter and nine months ended on 31<sup>st</sup> December, 2019 be submitted to the Stock Exchanges where the shares of the Company are listed pursuant to regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

**RESOLVED FURTHER THAT** any director of the Company be and are hereby authorized to do all such acts and deeds as may be required to give effect to the above resolution.”





**ITEM NO. 6: TO PLACE BEFORE THE BOARD QUARTERLY STATEMENT OF GRIEVANCES REDRESSAL MECHANISM AND CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED ON 31<sup>ST</sup> DECEMBER, 2019 IN COMPLIANCE OF SEBI (LODR) REGULATION, 2015.**

**DRAFT RESOLUTION**

“RESOLVED THAT quarterly statement of grievances redressal mechanism and corporate governance report for the quarter ended on 31<sup>st</sup> December, 2019 submitted with stock exchanges in compliance of SEBI (LODR) regulation, 2015, as placed before the meeting, be and are hereby noted and taken on record by the Board.

**ITEM NO. 7: TO APPOINT MR. SHYAM KAPADIA AS A COMPANY SECRETARY AND COMPLIANCE OFFICER OF THE COMPANY:**

**DRAFT RESOLUTION**

The Board needs to appoint a Company Secretary and designate as key Managerial Personnel (KMP) of the company to fulfill the requirement of Companies Act, 2013 as well as SEBI Listing Regulations. The Board is requested to consider the appointment of Mr. Shyam Bhadresh Kapadia as Company Secretary, KMP and Compliance Officer of the Company. Mr. Shyam Bhadresh Kapadia is a member of Institute of Company Secretaries of the Company and having ACS No. 55158 and requisite qualification to hold position of the Company Secretary, KMP and Compliance officer of the Company. The approval of the Board is to be accorded and to pass the following resolution with or without modifications:

“RESOLVED THAT pursuant to the provisions of Section 203 of the Companies Act, 2013, read with the rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014, and any amendments thereto, the approval of the board, be and are hereby given for appointment of Mr. Shyam Bhadresh Kapadia as Company Secretary and Designated as Key Managerial Personnel (KMP) of the company, **with effect from 11<sup>th</sup> February, 2020** on the terms and conditions and remuneration as per the appointment letter placed before the Board and to perform the duties of a Company Secretary as required under the Companies Act, 2013 and any other duties assigned by the Board of Directors from time to time.

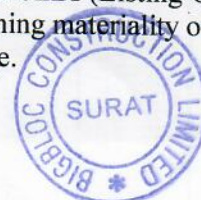
**RESOLVED FURTHER THAT** pursuant to the Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, Mr. Shyam Bhadresh Kapadia, Company Secretary, be and is hereby further appointed and designated as “Compliance Officer” of the company and authorized to make all the compliances as may be applicable to the company under SEBI (LODR) Regulations, 2015, various SEBI regulations and Securities Contract Regulations Act, 1956 as may be applicable to the company from time to time.

**RESOLVED FURTHER THAT** any of the Director and/or CFO of the company be and are hereby severally authorised to sign and submit e-forms DIR-12, and MGT-14 or any other requisite forms with the Registrar of Companies (ROC), with in such time and period as may be prescribed and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

**ITEM NO. 8: TO CHANGE THE STRUCTURE OF KEY MANAGERIAL PERSONNEL PURSUANT TO REGULATION 30(5) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**DRAFT RESOLUTION**

Due to appointment of Company Secretary (KMP) of the Company, it is proposed to change the Structure of Key Managerial Personnel pursuant to Regulation 30(5) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 for the purpose of determining materiality of an event or information and for the purpose of making disclosures to Stock Exchange.





The Directors are requested to approve agenda item and pass the following Resolution:

**RESOLVED THAT** pursuant to Regulation 30(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Naresh Sitaram Saboo, Managing Director, Mr. Narayan Sitaram Saboo, Director, Mr. Mohit Narayan Saboo, Director & CFO and Mr. Shyam Kapadia, Company Secretary & Compliance officer of the Company be and are hereby appointed for the purpose of determining Materiality of an Event or Information and for the purpose of making disclosures to Stock Exchange under this regulation and that the contact details of such personnel as detailed below be furnished to the stock exchange and also posted on website of the Company.

Sr. No.	Name of KMP	Designation	Contact Details
1	Mr. Naresh Sitaram Saboo	Managing Director	<b>Bigbloc Construction Limited</b> <b>Address:</b> 6th Floor, A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat- 395002, Gujarat <b>Email Id:</b> bigblockconstructionltd@gmail.com, cs_sumit@nxtbloc.in <b>Telephone No.:</b> +91-261-2463261, 2463262, 2463263
2	Mr. Narayan Sitaram Saboo	Director	
3	Mr. Mohit Narayan Saboo	Director & CFO	
4	Mr. Shyam Kapadia	Company Secretary & Compliance Officer	

**ITEM NO. 9: TO TAKE ON RECORD THE SHAREHOLDING PATTERN FOR THE QUARTER ENDED 31<sup>ST</sup> DECEMBER, 2019.**

It is proposed to take on record the Shareholding pattern as per Regulation 31(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Shareholding pattern is enclosed herewith for your kind consideration. The Directors are requested to take note of the same.

**ITEM NO. 10: TO TAKE ON RECORD THE RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE QUARTER ENDED 31<sup>ST</sup> DECEMBER, 2019.**

Pursuant to the Regulation 74 (5) of SEBI (Depositories and Participants) Regulations, 2018, it is proposed to take on record the Reconciliation of Share Capital Audit Report of the Company submitted to Stock Exchanges for the Quarter Ended 31<sup>st</sup> December, 2019. The Report is enclosed herewith as for your kind consideration. The Directors are requested to take note of the same.

**ITEM NO. 11: TO AUTHORIZE ANY DIRECTOR OR KMP TO FILE VARIOUS E-FORMS WITH ROC**

It is proposed to authorize any Director or KMP of the Company having Digital Signature to file various e-forms with the Registrar of Companies, Gujarat for the Financial Year 2019-20.

**ITEM NO. 12: TO GIVE AUTHORITY TO MR. NARESH SITARAM SABOO MANAGING DIRECTOR, MR. NARAYAN SITARAM SABOO, DIRECTOR, MR. MOHIT NARAYAN SABOO, DIRECTOR & CFO AND/OR MR. SHYAM KAPADIA, COMPANY SECRETARY & COMPLIANCE OFFICER OF THE COMPANY TO GIVE INVITATION TO THE INVITEE FOR ATTENDING THE BOARD AND COMMITTEE MEETINGS.**

It is proposed to give authority to Mr. Naresh Sitaram Saboo Managing Director, Mr. Narayan Sitaram Saboo, Director, Mr. Mohit Narayan Saboo, Director & CFO and/or Mr. Shyam Kapadia, Company Secretary & Compliance Officer of the Company for give invitation to the Invitee for attending the Board and Committee meetings.





**ITEM NO. 13: TO AUTHORIZE ANY DIRECTOR OR KMP TO MAINTAIN AND UPDATE MINUTES AND STATUTORY REGISTERS OF THE COMPANY.**

It is proposed to authorize any Director or KMP of the Company to maintain and update the minutes of Board Meeting, General Meeting and Various Committee Meetings as well as Statutory Registers of the Company.

The Directors are requested to approve agenda item and pass following Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 118 of the Companies Act, 2013 read with rules framed thereunder and Secretarial Standards issued by the Institute of Company Secretary of India, Mr. Shyam Kapadia, Company Secretary & Compliance Officer be and is hereby authorised to maintain and update the minutes of Board Meeting, General Meeting and Various Committee Meetings as well as Statutory Registers of the Company.”

**ITEM NO. 14 : TO TAKEN NOTE OF WAIVER OF SENDING SIGNED MINUTES OF BOARD / COMMITTEE MEETINGS TO THE DIRECTORS OF THE COMPANY.**

It is proposed to take note of the Oral Waiver received from Directors for sending the signed minutes of Board / Committee Meetings.

**ITEM NO. 15: TO CONSIDER AND REVIEW THE COMPLIANCE REPORT PERTAINING TO VARIOUS APPLICABLE LAWS.**

It is proposed to consider and review the compliance of various applicable laws by the Board of Directors of the Company. The Status of compliance of various applicable laws is enclosed herewith for your kind consideration.

Directors are requested to review, consider and take on record the Status of compliance of various applicable laws for the quarter ended 31.12.2019 submitted to Stock Exchanges.

**ITEM NO. 16: TO TAKE NOTE OF WITHDRAWAL OF EXCHANGE LETTER FROM NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE LIMITED) DATED OCTOBER 15, 2019 W.R.T. FINE LEVIED WITHDRAWN FOR REGULATION 34 OF LISTING REGULATIONS FOR THE YEAR ENDED MARCH 31, 2019.**

It is proposed to take note of Withdrawal Of Exchange Letter From National Stock Exchange of India Limited (NSE Limited) dated October 15, 2019 w.r.t fine levied withdrawn for Regulation 34 of Listing Regulations for the year ended March 31, 2019.

**ITEM NO. 17: ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIR/ BOARD**

It is proposed to discuss any other business with the permission of the Chairman.

**ITEM NO. 18 : VOTE OF THANKS BY CHAIRMAN.**

Meeting will concluded with the Vote of thanks by Chairman.

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