

Date: 26/07/2021

To,  
Dear All Directors,  
Bigbloc Construction Limited  
Surat.

**Sub: NOTICE FOR 05/2021-22 MEETING OF BOARD OF DIRECTORS OF BIGBLOC CONSTRUCTION LIMITED ON THURSDAY, 12/08/2021**

Notice is hereby given that 05/2021-22 Meeting of the Board of Directors of the Company will be held on the Thursday, 12/08/2021 at 1:00 P.M. at the Registered Office of the Company situated at 6th Floor, A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat- 395002, Gujarat.

The agenda of the business and Notes to Agenda for the Meeting are enclosed herewith.

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.

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

*S.B. Kapadia*

**Shyam Kapadia  
Company Secretary & Compliance Officer  
ACS No. - 55158**



To,  
All Directors,  
Bigbloc Construction Limited

**Sub: NOTICE FOR 05/2021-22 MEETING OF BOARD OF DIRECTORS OF BIGBLOC CONSTRUCTION LIMITED ON THURSDAY, 12/08/2021**

**NOTICE** is hereby given that 05/2021-22 meeting of the Board of Directors of the Company will be held on Thursday, 12/08/2021 at 1:00 P.M. at the Registered Office of the Company situated at 6<sup>th</sup> 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 take note of the Minutes of the previous Committee Meetings;
5. To Review the Business Operations Carried Out during the Period;
6. To consider and recommend Sub-division/Split of the Equity Share(s) of the Company and amongst others;
7. To Approve the alteration in Capital Clause V of the Memorandum of Association of the Company;
8. To appoint a Director in place of Director who retires by rotation;
9. To Fix the Book Closure date for purpose of 6<sup>th</sup> Annual General Meeting;
10. To fix the date, time and venue to call & convene the 6<sup>th</sup> Annual general Meeting;
11. To avail e-voting facility and fixing of cut-off date;
12. To approve draft notice of 6<sup>th</sup> Annual General Meeting of the company;
13. To approve the Directors report for the Financial Year ended on 31<sup>st</sup> March, 2021;
14. To approve the Corporate Governance Report and Management Discussion Analysis Report for the financial year ended on 31<sup>st</sup> March, 2021;
15. To appoint Scrutinizer to ascertain Voting process of 6<sup>th</sup> Annual General Meeting of the Company;
16. To authorize any Director or KMP to file various e-forms with ROC;
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**

*S. B. Kapadia*

**Shyam Kapadia**  
Company Secretary & Compliance Officer  
ACS No. - 55158





**AGENDA NOTES FOR THE BOARD MEETING NO. 05/2021-22 TO BE HELD ON THURSDAY, 12/08/2021**

**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 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 TAKE NOTE OF THE MINUTES OF THE PREVIOUS COMMITTEE MEETINGS:**

The minutes of the committee meeting placed before the committee at the venue of the meeting. The board is requested to take note of the same at the ensuing board meeting.

**ITEM NO. 5: 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. 6: TO CONSIDER AND RECOMMEND SUB-DIVISION/SPLIT OF THE EQUITY SHARE(S) OF THE COMPANY AND AMONGST OTHERS:**

**DRAFT RESOLUTION**

**"RESOLVED THAT** pursuant to the provisions of Section 61(1)(d) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) read with applicable provisions of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent applicable, subject to the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary, subject to approval of the members of the Company in ensuing AGM, 1 (One) Equity Share of the Company having Face Value of Rs. 10/- each (Rupees Ten) be sub-divided into 2 (Two) Equity Shares having Face Value of Rs. 5/- (Rupee Five) each.

**RESOLVED FURTHER THAT** pursuant to the sub-division of Equity Shares of the Company from Face Value Rs. 10/- each (Rupees Ten) to Face Value of Rs. 5/- (Rupees Five), the existing Authorized and Paid up Equity Share Capital of the company as on record date as may be decided by the Board (which shall include any Committee thereof) shall stand sub-divided as given below:





Particulars	Pre Sub-Division of Equity Shares			Post Sub-Division of Equity Shares		
	No. of Shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of Shares	Face Value (in Rs.)	Total Share Capital (in Rs.)
<b>Authorized Capital</b>	1,50,00,000	10/-	15,00,00,000	3,00,00,000	5/-	15,00,00,000
<b>Paid up capital</b>	1,41,57,575	10/-	14,15,75,750	2,83,15,150	5/-	14,15,75,750

**RESOLVED FURTHER THAT** pursuant to the sub-division of the Face Value of Equity Shares as mentioned above, the existing share certificate(s) in relation to the existing issued Equity Shares having Face Value of Rs. 10/- each (Rupee Ten) held in the physical form shall be deemed to have been automatically cancelled with effect from the record date to be fixed by the board, and the board be and is hereby authorized, without requiring to surrender the existing issued share certificate(s) by the members, to issue new share certificate in lieu of the existing share certificate(s), with regard to the sub-divided shares, and in case of Equity Shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the members with the Depository participants, in lieu of existing credits in their beneficiary accounts representing the equity shares of the company before subdivision.

**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to take all such steps as may be required to obtain approvals in relation to above and do all such further acts, deeds or things as may be required to give effect to the sub-division of Equity Shares of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and Company Secretary be and are severally authorized to (a) delegate execution and filing of necessary applications, declarations, and other documents with stock exchanges, depositories, Registrar & Transfer agent and/or any other statutory authority(ies), if any; (b) cancel the existing physical share certificates; (c) settle any question or difficulty that may arise with regard to the sub-division of the shares as aforesaid or for any matters connected herewith or incidental thereto and (d) do all such acts, deeds, things, including all the matters incidental thereto in order to implement the foregoing resolution."

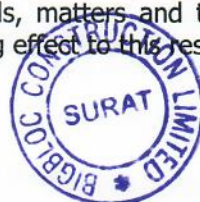
**ITEM NO. 7: TO APPROVE THE ALTERATION IN CAPITAL CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY;**

**DRAFT RESOLUTION**

**"RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and upon sub-division of Equity Shares, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing Clause V of Memorandum of Associations of the Company with the following **new Clause V as under:**

*The Authorised Share Capital of the Company is Rs. 15,00,00,000 (Rupees Fifteen Crores) divided into 3,00,00,000 (Three Crore) Equity Shares of Rs. 5/- (Rupees Five) each."*

**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, proper or desirable for the purpose of giving effect to this resolution."





**ITEM NO. 8: TO APPOINT A DIRECTOR IN PLACE OF DIRECTOR WHO RETIRES BY ROTATION**

Mr. Mohit Narayan Saboo, director who retires by rotation and being eligible, offers himself for re-appointment. The Board of Directors shall pass the following resolution with or without modification:

**"RESOLVED THAT** subject to the approval of shareholders of the Company Mr. Mohit Narayan Saboo be and is hereby re-appointed as director of the company who liable to retire by rotation."

**ITEM NO. 9: TO FIX THE BOOK CLOSURE DATE FOR PURPOSE OF 6<sup>TH</sup> ANNUAL GENERAL MEETING**

Pursuant to the section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board is requested to fix date of closure of register of the members and Share Transfer book for purpose of 6<sup>th</sup> AGM of the company to pass the necessary resolutions.

**ITEM NO. 10: TO FIX THE DATE, TIME AND VENUE TO CALL & CONVENE THE 6<sup>TH</sup> ANNUAL GENERAL MEETING**

It is please to inform that 6<sup>th</sup> Annual General Meeting of the Members of the Company is to be held on completion of another landmark financial year 2020-2021. Therefore, the board is requested to decide date, Time and venue of 6<sup>th</sup> Annual General Meeting ("AGM") of the Company and to pass necessary resolutions.

**ITEM NO. 11: TO AVAIL E-VOTING FACILITY AND FIXING OF CUT-OFF DATE**

In order to facilitate remote e-voting facility to the shareholders at 6<sup>th</sup> AGM of the company. The board has to decide cutoff date and e-voting period for 6<sup>th</sup> AGM. The Board is requested to consider the same and to pass the necessary resolutions.

**ITEM NO. 12: TO APPROVE DRAFT NOTICE OF 6<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

It is please to inform that 6<sup>th</sup> Annual General Meeting of the Members of the Company is to be held on completion of another landmark financial year 2020-21. Therefore, the board is requested to decide date, time and venue of 6<sup>th</sup> Annual General Meeting ("AGM") of the company and to pass necessary resolutions.

**ITEM NO. 13: TO APPROVE THE DIRECTORS REPORT FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2021**

Pursuant to the provisions of Section 134 and other applicable provisions, if any, of the Companies Act, 2013, it is proposed to consider and approve Directors' Report along with Annexures for the Financial Year ended 31.03.2021.

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

**"RESOLVED THAT** the draft of the Directors' Report including annexures thereon, for the Financial Year ended 31<sup>st</sup> March, 2021, as submitted before the meeting, duly initialed by the Chairman for the purpose of identification, be and is hereby approved by the Board and that the same be signed on behalf of the Board of Directors of the Company by the Chairman of the Company."

**ITEM NO. 14: TO APPROVE THE CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION ANALYSIS REPORT FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2021**

The draft Corporate Governance Report & Management Discussion & Analysis Report for the Financial Year 2020-21 is attach below. The Board is request to consider and approve the same.





**ITEM NO. 15: TO APPOINT SCRUTINIZER TO ASCERTAIN VOTING PROCESS OF 6<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

It is proposed to appoint Scrutinizer of the Company to ascertain the voting process for the agenda items to be passed in 6<sup>th</sup> Annual General Meeting of the Company.

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

**"RESOLVED THAT** Mr. Dhiren R Dave, Company Secretary in practice be and is hereby appointed as a Scrutinizer of the Company to ascertain Voting process of 6<sup>th</sup> Annual General Meeting of the Company and to do all such acts, deeds and things as it may consider necessary in this regard with a remuneration as may be mutually decided between Mr. Dhiren R Dave, Company Secretary in practice and the Board of Directors of the Company."

**ITEM NO. 16: TO AUTHORIZE ANY DIRECTOR OR KMP TO FILE VARIOUS E-FORMS WITH ROC**

The Board is requested to authorize directors or any other authorized person to obtain the necessary digital signature and sign/e-file all the necessary annual e-forms, e-forms in relation to AGM, returns and documents under the Companies Act, 2013 with Ministry of Corporate Affairs or any other prescribed authority.

**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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