



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 (F) : +91-261-2463264

(E) : bigblockconstructionltd@gmail.com Visit us : www.nxtbloc.in



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Date: 10/12/2021

To,
Dear All Directors,
Bigbloc Construction Limited
Surat.

**Sub: SHORTER NOTICE FOR 10/2021-22 MEETING OF BOARD OF DIRECTORS OF
BIGBLOC CONSTRUCTION LIMITED ON 14TH DECEMBER, 2021**

Shorter Notice is hereby given that 10/2021-22 Meeting of the Board of Directors of the Company will be held on the Tuesday, 14th December, 2021 at 11.00 A.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**


Mohit Narayan Saboo
Director & CFO
DIN : 02357431





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To,
All Directors,
Bigbloc Construction Limited

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

Shorter Notice is hereby given that 10/2021-22 Meeting of the Board of Directors of the Company will be held on the Tuesday, 14th December, 2021 at 11.00 A.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 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 make discussion and consider on expansion of Business Operations through Joint Venture Agreement with SCG INTERNATIONAL INDIA CORPORATION CO LTD.
7. To authorize Mr. Mohit Narayan Saboo, Mr. Naresh Sitaram Saboo and Mr. Narayan Sitaram Saboo to negotiate, finalize and execute agreements and documents on behalf of the Company and make applicable registrations and filings to respective authorities;
8. To appoint Mrs. Nishtha Harivanshi Pamnani as a Company Secretary and Compliance Officer of the Company;
9. To change the Structure of Key Managerial Personnel pursuant to Regulation 30(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
10. To take on record the Reconciliation of Share Capital Audit Report for the Quarter ended 30th September, 2021;
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 Mrs. Nishtha Harivanshi Pamnani, 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 Consider And Review the Compliance Governance Report Pertaining to Various Applicable Laws;
15. To take on record the Related Party Transactions for Half year ending on 30th September, 2021;
16. Any other Business with the permission of the Chair/ Board;
17. Vote of thanks by Chairman.





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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. 10/2021-22 TO BE HELD ON 14TH DECEMBER, 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 held on 25TH October, 2021 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 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 MAKE DISCUSSION AND APPROVE ON EXPANSION OF BUSINESS OPERATIONS THROUGH JOINT VENTURE AGREEMENT WITH SCG INTERNATIONAL INDIA CORPORATION CO LTD.

The Chairman of the Company is requested to place before the Board the motion of discussion of draft Joint Venture Agreement prepared by Khaitan & Co. for setting up a new entity for manufacturing of AAC Panels and Blocks with SCG International India Corporation Co. Ltd.

SCG (Siam Cement Group) is the largest and oldest cement and building material company in Thailand and South East Asia. It's the 2nd largest company in Thailand and 604th largest public company in the World by Forbes.

DRAFT RESOLUTION

"RESOLVED THAT" the Consent of the Board be and is hereby accorded for the execution and signing of the Joint Venture Agreement to be entered into between the Company and (SCG INTERNATIONAL INDIA CORPORATION CO LTD, the draft of which is placed at Annexure- 1 duly initialled by Chairman for the purpose of identification.



"RESOLVED FURTHER THAT the Common Seal of the Company, if required, be affixed and stamped on the Joint Venture Agreement and such other documents as may be required to be executed under the Common Seal of the Company in the presence of any one of the authorized signatories."

"RESOLVED FURTHER THAT the aforesaid power entrusted to the said official shall be valid and effective unless revoked earlier by the Board or shall be exercisable by him so long as he is in the concerned to the Company."

"RESOLVED FURTHER THAT all acts, deeds, things, matters, etc. as afore stated shall be deemed to be valid and enforceable only if they are consistent with the instant resolution, as may be relevant in this case and that the Board shall not be responsible for any acts beyond the scope of the afore stated powers done by Mr. Mohit Narayan Saboo, Mr. Naresh Sitaram Saboo and Mr. Narayan Sitaram Saboo, and such invalid, illegal acts, and acts done beyond the scope of powers granted in this Resolution shall not bind the Company against any third parties or before any authorities in any manner and that the Board shall not be answerable in that behalf."

"RESOLVED FURTHER THAT a certified copy of the resolution be given to any one concerned or interested in the matter."

ITEM NO. 7: TO AUTHORIZE MR. MOHIT NARAYAN SABOO, MR. NARESH SITARAM SABOO AND MR. NARAYAN SITARAM SABOO TO NEGOTIATE, FINALIZE AND EXECUTE AGREEMENTS AND DOCUMENTS ON BEHALF OF THE COMPANY AND MAKE APPLICABLE REGISTRATIONS AND FILINGS TO RESPECTIVE AUTHORITIES.

DRAFT RESOLUTION

"RESOLVED FURTHER THAT Mr. Mohit Narayan Saboo, Mr. Naresh Sitaram Saboo and Mr. Narayan Sitaram Saboo, Directors of the Company be and are hereby severally/jointly authorized to negotiate, finalize and execute the above mentioned agreements and documents on behalf of the Company and do all such acts, matters, deeds and things and to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the said Joint Venture Agreement and Power of Attorney".

ITEM NO. 8: TO APPOINT Mrs. NISHTHA HARIVANSHI PAMNANI 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 Mrs. Nishtha Harivanshi Pamnani as Company Secretary, KMP and Compliance Officer of the Company. Mrs. Nishtha Harivanshi Pamnani is a member of Institute of Company Secretaries of the Company and having ACS No. 58276 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 Mrs. Nishtha Harivanshi Pamnani as Company Secretary and Designated as Key Managerial Personnel (KMP) of the company, **with effect from 13th December, 2021** 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, Mrs. Nishtha Harivanshi Pamnani, 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. 9: 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 Mrs. Nishtha Harivanshi Pamnani, 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	Bigbloc Construction Limited Address: 6th Floor, A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat- 395002, Gujarat Email Id: bigblockconstructionltd@gmail.com, cs_sumit@nxtbloc.in Telephone No.: +91-261-2463261, 2463262, 2463263
2	Mr. Narayan Sitaram Saboo	Director	
3	Mr. Mohit Narayan Saboo	Director & CFO	
4	Mrs. Nishtha Harivanshi Pamnani	Company Secretary & Compliance Officer	

ITEM NO. 10: TO TAKE ON RECORD THE RECONCILIATION OF SHARE CAPITAL AUDIT REPORT FOR THE QUARTER ENDED 30TH SEPTEMBER, 2021.

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 30th September, 2021. 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 2020-2021.

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 MRS. NISHTHA HARIVANSHI PAMNANI, 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 Mrs. Nishtha Harivanshi Pamnani, 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:





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“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, Mrs. Nishtha Harivanshi Pamnani, 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 CONSIDER AND REVIEW THE COMPLIANCE GOVERNANCE 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 30/09/2021 submitted to Stock Exchanges.

ITEM NO. 15: TO TAKE ON RECORD THE RELATED PARTY TRANSACTIONS FOR HALF YEAR ENDING ON 30TH SEPTEMBER, 2021.

It is proposed to take note of Related Party Transactions For Half Year Ending On 30th September, 2021 submitted to Stock Exchanges.

ITEM NO. 16: 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.

