

02nd October, 2019

To,
Deptt. Of Corporate Service,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001
REF: Script Code **540061**

Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, c-1 Block G
Bandra- Kurla Complex, Bandra (E)
Mumbai- 400050
REF: Script Code **BIGBLOC**

Sub: 04th Annual Report of the company for financial year 2018-19

Dear Sir,

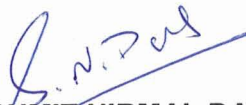
Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith 04th Annual Report for financial year 2018-19, being duly approved and adopted by the members in the 04th Annual General Meeting of the company held on 30th September, 2019.

You are requested to take note of the same and disseminated to all concerned

Thanking you

Yours faithfully,

FOR BIGBLOC CONSTRUCTION LIMITED


SUMIT NIRMAL DAS
COMPANY SECRETARY



Enclosed: As Above



NXTBLOC[®]
AUTOCLAVED AERATED CONCRETE BLOCKS



CHAIRMAN'S LETTER TO SHAREHOLDERS



Dear Shareholders,

It gives me immense pleasure to write to you at the end of another landmark year for Bigbloc Construction Limited.

I am pleased to inform you that your company has completed successfully financial year 2018-19 with Net profit after Tax for the year-recorded ₹ 148.51 Lakhs.

The board has planned to expand its existing manufacturing capacity and pleasure to inform that your Company has acquired a new company i.e. Starbigbloc Building Material Private Limited (formerly known as Hilltop Concrete Private Limited) as a wholly owned Subsidiary Company, which is in same line of Business and purpose of acquisition is to enhance production capacity of AAC Blocks and to expand the business at various geographic region.

Let me brief you the growth outlook of Real Estate/Infrastructure Sector:

The real estate sector is one of the most globally recognized sectors. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi-urban accommodations. Real estate sector in India is expected to reach a market size of US\$ 1 trillion by 2030 from US\$ 120 billion in 2017 and contribute 13 per cent of the country's GDP by 2025.

The Government of India along with the governments of the respective states has taken several initiatives to encourage the development in the sector. The Smart City Project, where there is a plan to build 100 smart cities, is a prime opportunity for the real estate companies. Below are some of the other major Government Initiatives:

- Under the Pradhan Mantri Awas Yojana (PMAY) Urban, more than 8.09 million houses have been sanctioned up to May 2019.
- In February 2018, creation of National Urban Housing Fund was approved with an outlay of Rs 60,000 crore (US\$ 9.27 billion).
- Under the Pradhan Mantri Awas Yojana (PMAY) Urban 1,427,486 houses have been sanctioned in 2017-18. In March 2018, construction of additional 3,21,567 affordable houses was sanctioned under the scheme.

Looking at all the above factors, I am quite sure that the Company's future is very bright. We look forward to continuing along our successful path together with you.

I would like to thank all our consumer, employees, Suppliers who are directly or indirectly associated with the company for their support and commitment, which helped us to reach where we are now.

I would like to thank our shareholders for their trust and encouragement and assure to serve strong, Profitable and Sustainable Growth.

With Warm regards

Mr. Narayan Sitaram Saboo

Chairman
Bigbloc Construction Limited

Mr. Narayan Sitaram Saboo – Executive Chairman of the Company

Born on 12th December, 1961, Mr. Narayan Saboo has 33 years of experience in management and operation of Textile Business and 9 years of experience in AAC Block Business. He holds a degree of Bachelor of Laws (LLB). Providing industry wise leadership and Management strategy are his key area of expertise. He is the co-founder and Managing Director of Mohit Industries Limited and invaluable contribution in the growth of company. He is actively associated with various social welfare and charitable trusts. He is also member of Surat Textile Association.

Mr. Naresh Sitaram Saboo - Managing Director of the company

Born on 14th November, 1973, Mr. Naresh Saboo has experience of 23 years in Textile Business and 9 years of experience in AAC Block Business. He has vast experience in providing strategic direction in selection of technology and machineries in setting up new manufacturing facilities, improvement of production processes and new ventures. Having international exposure, he is well aware of the latest trends in the manufacturing industry. He also has wide experience in dealing with international companies and agencies. He is a Director in Mohit Industries Limited since 1998 and currently working as Managing Director in our Company.

Mr. Mohit Narayan Saboo – Director & CFO of the Company

Born on 19th July, 1988, Mr. Mohit Saboo is a young and dynamic person and Chartered Accountant by qualification. He is associated with the company since 2012. He is a people person who has a way of reaching out to the hearts and minds of his colleagues. Mr. Mohit Saboo sincerely believes in capability development, ethics and joy at the workplace. He is responsible for handling work related to Corporate Finance and Accounting, Secretarial and legal issues. Mr. Mohit Saboo is also striving to build Bigbloc Construction Limited into a trusted corporate brand with total excellence.

Mr. Manish Narayan Saboo – Director of the Company

Born on 13th November, 1984, Mr. Manish Saboo has done his Masters in finance from Nottingham University, London. He has an experience of more than 7 years in AAC (Aerate Autoclave Concrete Blocks) and textile Industry being associated with Mohit Industries Ltd, currently holding position of CFO in Mohit Industries Ltd. He has expertise in company's financial planning, credit Management, Strategic Management and well aware about International Market.

Mr. Dishant Kaushikbhai Jariwala – Non-Executive and Independent Director

Born on 05th July, 1988, is graduated in Chemical Engineering. He has 4 years of experience in field of textile and designing of ornaments. His expertise lies in graphic design and publishing system.

Ms. Payal Loya – Non-Executive and Independent Director

Born on 18th October, 1984, has diploma in Architecture and has 4 years of experience in designing of building.

Mr. Premil Shah – Non-Executive and Independent Director

Born on 30th November, 1990, is a M.B.A. in Marketing. He has 3 years of experience in the field of diamond industry and he is expertise in wholesale dealing of Embroidery Spare Parts.

Mr. Sachit Gandhi – Non-Executive and Independent Director

Born on 09th March, 1986, is qualified as a chartered Accountant in 2010 and has been Practicing Chartered Accountant since 2012. He has been in the financial sector for over 6 years and having required knowledge and skills to enable the company for taking better decisions and contribute to the betterment of the company.



CORPORATE INFORMATION

Corporate Identity Number	: L45200GJ2015PLC083577
Board of Directors	: Mr. Naresh Sitaram saboo Managing Director Mr. Narayan Sitaram Saboo Director Mr. Mohit Narayan Saboo Director & CFO Mr. Manish Narayan Saboo Non-Executive Director Mr. Dishant Kaushikbhai Jariwala Independent Director Mr. Payal Loya Independent Director Mr. Premil Shah Independent Director Mr. Sachit Gandhi Independent Director
Company Secretary	: Mr. Sumit Nirmal Das
Statutory Auditors	: M/s. R.K.M & Co., Chartered Accountant
Banker	: SVC Co-operative Bank Limited
Registered Office	: A-601/ B, International Trade Centre, Majura Gate, Ring Road, Surat-395002, Gujarat, IndiaE: bigblockconstructionltd@gmail.com Ph: +91-261-2463261, 2463262, 2463263 Fax: +91-261-2463264
Branch Office	: 420, 4th Floor, Corporate Avenue, Village Pahadi, Sonawala Road, Goregaon (East), Mumbai – 400063, India Ph: +91-022-40042241
Plants	: Umargaon Plant Survey No. 279/7, Paikie 1, 2, Manda Khatalwada Rd. Khatalwada, Umargaon, Dist. Valsad, (Gujarat) India
Registrar & Share Transfer Agents	: Adroit Corporate Services Private Limited” 17-20, Jafferbhoy, Industrial Estate, 1stFloor, Makwana Road, Marol Naka, Andheri (E), Mumbai-400059, India Ph: +91-022-42270400, 28596060. E: info@adroitcorporate.com
Company Website	: www.bigbloconstruction.com / www.nxtbloc.in

CONTENTS	PAGE NO.
Notice	3
Directors' Report	8
Annexures to Directors Report	12
Corporate Governance Report	27
Management Discussion and Analysis Report	38
STANDALONE FINANCIAL STATEMENT	
Standalone Independent Auditor's Report	41
Standalone Balance Sheet	48
Standalone Statement of Profit and Loss A/c	49
Standalone Cash Flow Statement	50

CONTENTS	PAGE NO.
Standalone Statement of Changes in Equity	51
Notes to Standalone Financial Statements	52
CONSOLIDATED FINANCIAL STATEMENT	
Consolidated Independent Auditor's Report	65
Consolidated Balance Sheet	69
Consolidated Statement of Profit and Loss A/c	70
Consolidated Cash Flow Statement	71
Consolidated Statement of Changes in Equity	72
Notes to Consolidated Financial Statements	73
Attendance Slip & Proxy Form	87



NOTICE

NOTICE is hereby given that the Fourth Annual General Meeting of the members of **BIGBLOC CONSTRUCTION LIMITED** will be held on Monday 30th September, 2019 at 204, 2nd Floor, Jay Sagar Complex, Behind J.K. Tower, Near Sub-Jail, Khatodara, Surat – 395002, Gujarat at 4.00 P.M to transact the following Business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2019, together with the Report of Board of Directors' and Auditors' thereon.
2. To appoint a Director in the place of Mr. Mohit Saboo (DIN No. 02357431), who retire by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.

**By order of the Board
For Bigbloc Construction Limited**

**Sumit Nirmal Das
Company secretary**

Regd. Office:

BIGBLOC CONSTRUCTION LIMITED

L45200GJ2015PLC083577

6th Floor, A-601/B, ITC, Majura Gate,
Ring Road, Surat-395002, Gujarat.

Date : August 14, 2019

Place : Surat



NOTES:

1. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors M/s R.K.M. & Co., Chartered Accountant (FRN No. 108553W) who were appointed in the 1st Annual General Meeting held on 27th September, 2016.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED HERewith AND, IF INTENDED TO BE USED, IT SHOULD BE RETURNED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE COMMENCEMENT OF 04th ANNUAL GENERAL MEETING (AGM).**
3. **A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting. The shareholder needs to furnish the printed attendance slip along with a valid identity proof such as the PAN card, passport, AADHAAR card or driving license to enter the AGM hall. Members holding equity shares in electronic form and proxies thereof are requested to bring their DP Id and client id for identification.
5. Members are requested to bring the attendance slip at the AGM. Members who hold shares in dematerialized form are requested to write their client ID and DP ID and those who hold shares in physical form are requested to write their folio number in the attendance slip. Duplicate Attendance Slip and/or Copies of the Annual report shall not be issued/ available at the venue of the meeting.
6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
7. Pursuant to provisions of section 91 of the Companies Act, 2013. The Register of Members and share Transfer Book shall remain closed from **TUESDAY, 24TH SEPTEMBER, 2019 TO MONDAY, 30TH SEPTEMBER, 2019 (BOTH DAYS INCLUSIVE)** for purpose of 04th AGM of the company.
8. Brief profile and other relevant information about Director seeking re-appointment, in accordance with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are attached to this Notice forming part of the Annual Report.
9. In accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, transmission or transposition of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in various corporate actions.
10. The Company and the RTA has been mandated by Securities and Exchange Board of India (SEBI) vide circular dated April 20, 2018 for submission of Permanent Account Number (PAN) by every participant in securities market to maintain copy of the Permanent Account Number (PAN) and the Bank Account details of all the Members. Members who has not yet submitted are, therefore, requested to submit their self-attested PAN and original cancelled cheque leaf/attested bank passbook showing name of the Account Holder and Aadhaar Card to the Company/RTA.
11. As per the provisions of Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members are advised to make nomination in respect of their shareholding in the Company. Members holding shares in physical form should file their nomination with M/s Adroit Corporate Services Private Limited, Company's Registrar and Share Transfer Agents, whilst those Members holding shares in dematerialized mode should file their nomination with their Depository Participant(s).
12. Members holding shares in physical form are requested to promptly notify in writing any changes in their address/bank account details/e-mail address/mandates/nominations/power of attorney/ contact numbers etc., to the Adroit Corporate Services Pvt. Ltd., 19/20 Jaferbhoy Ind. Estate, 1st floor, Makwana Road, Marol, Andheri (E), Mumbai – 400 059, Tel : +91- 22-28596060/ 28594060.
13. Members holding shares in electronic form are requested to intimate immediately any changes pertaining to their address/ bank account details/ e-mail address/mandates, nominations/power of attorney/contact numbers etc., if any, directly to their Depository Participant(s) with whom they maintain their demat accounts.
14. All members who have either not claimed or have not yet encashed their dividend warrant(s) for Final Dividend for the Financial year 2015-16 or Interim Dividend for the financial year 2016-17 or Final Dividend for the Financial year 2016-17 or Final Dividend for the Financial year 2017-18, can submit the dividend warrant(s) if any available with them for revalidation to the Company/RTA. Shareholders are requested to ensure that they claim the dividend(s) from the Company before transfer of said dividend amount to the IEPF. The details of unclaimed dividends for the financial year 2015-16 onwards and the last date for claiming such dividend are given below:



Financial Year	Date of declaration of Dividend	Unclaimed amount as on 31st March, 2019	Last year for claiming unpaid Dividend	Due Date for transfer to IEPF
2015-2016 (Final Dividend)	27/09/2016	Rs. 11,289.60	25/09/2023	25/10/2023
2016-2017 (Interim Dividend)	28/10/2016	Rs. 18,094.75	26/10/2023	26/11/2023
2016-2017 (Final Dividend)	18/09/2017	Rs. 13,540.25	16/09/2024	15/10/2024
2017-2018 (Final Dividend)	28/09/2018	Rs. 15,375.25	26/09/2025	25/10/2025

15. Non- Resident Indian members are requested to inform directly to the RTA quoting reference of their Folio Number or their Client Id number with DP ID Number as case may be immediately:
- The Change in the residential status on return to India for permanent Settlement.
 - Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
16. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with rules made there under, Soft copy of the Notice of AGM along with the copy of Annual Report has been sent to those shareholders who have registered their e-mail IDs with the company or whose e-mail IDs have been made available by the Depositories. The aforesaid documents can also be accessed on the Company's website: www.bigbloconstruction.com / www.nxtbloc.in.
17. To support the "Green Initiative", Shareholders who have not registered their e-mail addresses can also register the same along with the contact numbers with the company by sending details to bigblockconstructionltd@gmail.com or with Adroit Corporate Services Pvt. Ltd. at info@adroitcorporate.com for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
18. For Members who have not registered their e-mail addresses, physical copies of the Annual Report along with the AGM Notice inter alia indicating, the process and manner of Remote e-Voting along with Attendance Slip and Proxy Form are being sent in the permitted mode. Further, Shareholders who have registered their e-mail addresses and wish to avail physical copies of the Notice / Annual Report will be provided the same upon request.
19. Members Seeking any information relating to the Accounts may write to the company at least 7 days before the date of the Meeting, so as to enable the Company to keep the information ready at following address: Accounts Department, Bigbloc Construction Limited, 6th Floor, A-601/B, International Trade Centre, Majura Gate, Ring Road, Surat 395002 Ph: (0261) 2463261 / 62 / 63 Fax: (0261) 2463264 or bigblockconstructionltd@gmail.com.

Annexure-A

DISCLOSURE PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, RELATING TO DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Particulars	Mr. Mohit Saboo
Date of Birth	19/07/1988
Date of First Appointment	11/04/2016
Expertise in Specific General Functional Area	<ul style="list-style-type: none"> He is associated with the company since 2012. He sincerely believes in capability development, ethics and joy at the workplace. He is responsible for handling work related to Corporate Finance and Accounting, Secretarial and legal issues. Mr. Mohit Saboo is also striving to build Bigbloc Construction Limited into a trusted corporate brand with total excellence.
Qualification	Chartered Accountant
Directorship held in other public limited Companies	<ul style="list-style-type: none"> Bigbloc Construction Limited Mohit Yarns Limited Mohit Texport Private Limited Maxum Metals Private Limited Starbigbloc Building Material Private Limited
Membership/ Chairmanship of Committees of other Public Companies	NIL
No. Of Shares held in the company	3,00,811
Relationship between directors inter-se	Mr. Mohit Saboo, Director & CFO of the Company is the Son of Mr. Narayan Saboo, Director & Chairman of the company, Nephew of Mr. Naresh Saboo, Managing Director of the Company and Brother of Mr. Manish Narayan Saboo, Non-Executive Director of the Company.



E-VOTING FACILITY:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the General Meeting by electronic means and the business may be transacted through e voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

1. The facility for voting through ballot paper shall be made available at the General Meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their rights at the meeting through ballot paper
2. The members who have cast their vote by remote e-voting prior to the General Meeting may also attend the General Meeting but shall not be entitled to cast their vote again.
3. The remote e-voting period commences on Thursday, 26th September, 2019 (9:00 am) and ends on Sunday, 29th September, 2019 (5:00 pm). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, 23rd September, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
4. The instructions for e-voting are as under:

A. Members whose shareholding is in the dematerialized form and whose email addresses are registered with the Company/Depository Participants(s) will receive an email from NSDL informing the User-ID and Password.

- I. Open email and open PDF file viz "BCL remote E-Voting.pdf" with your Client ID or Folio No. as Password. The said PDF file contains your User ID and Password for e-voting. Please note that the Password is an initial password.
- II. Launch the internet browser by typing the following URL: <https://www.evoting.nsdl.com>
- III. Click on "Shareholder Login".
- IV. Put User ID and Password as initial Password noted in step (i) above. Click Login. If you are already registered with NSDL for e-voting, then you can use your existing User ID and Password for Login.
- V. If you are logging in for the first time, Password change menu appears. Change the Password with new Password of your choice with minimum 8 digits/characters or combination thereof. Please note the new Password for all the future e-voting cycles offered on NSDL e-voting platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- VI. Home page of "remote e-voting" opens. Click on "remote e-Voting": Active Voting Cycles.
- VII. Select "EVEN (E-Voting Event Number)" of Bigbloc Construction Limited.
- VIII. Now you are ready for "remote e-voting" as "Cast Vote" page opens.
- IX. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- X. Upon confirmation, the message "Vote cast successfully" will be displayed
- XI. Once you have voted on the resolution, you will not be allowed to modify your vote.
- XII. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to drd@drdcs.net with a copy marked to evoting@nsdl.co.in.

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

- I. Initial password will be provided separately

EVEN (E Voting Event Number)	USER ID	PASSWORD
	Your user ID has been printed on the Separate Sheet along with this Notice.	Your unique Password has been printed on the Separate sheet along with this Notice.

*Details of the process and manner of e-voting along with the User ID and Password is being sent to all the Members along with the Notice Separately

- II. Please follow all steps from Sl. No. 4. A (ii) to Sl. No. 4. A (xii) above, to cast your vote.



- ROUTE MAP TO THE VENUE OF THE 03RD ANNUAL GENERAL MEETING OF BIGBLOC CONSTRUCTION LTD.**



DIRECTORS' REPORT

To
The Members

BIGBLOC CONSTRUCTION LIMITED

Your Directors have pleasure in presenting the 04th Annual Report together with the Audited Financial Statements for the year ended 31st March, 2019.

1. FINANCIAL RESULT AND PERFORMANCE:

(₹ in lakhs except EPS)

PARTICULARS	STANDALONE		CONSOLIDATED
	Year Ended 31/03/2019	Year Ended 31/03/2018	Year Ended 31/03/2019
Sales	9506.41	7145.43	10,007.90
Other income	119.59	24.83	29.31
Profit Before Interest & Depreciation	881.32	1212.21	718.93
(-) Finance Cost	355.57	317.33	434.05
(-) Depreciation	328.98	296.58	376.56
Profit before tax & Exceptional items	196.77	598.30	(91.68)
(+) Exceptional Items	0	0	0
Profit Before Tax	196.77	598.30	(91.68)
(-) Tax Expense	48.26	198.56	48.26
Profit for the year after tax	148.51	399.74	(139.94)
Earnings Per Share (Basic & Diluted) (In ₹)	1.05	2.82	(0.99)

The company has acquired a wholly owned Subsidiary, namely Starbigbloc Building Material Private Limited (Formerly Hilltop Concrete Private Limited) w.e.f. 25th October, 2018. Since this is the first year of acquisition, comparative figures of consolidated are not presented.

2. DIVIDEND:

With a view to conserve the resources for the company's Business operations, your directors have deemed it prudent to not to recommend any dividend for the year ended 31st March, 2019. During the year under review, no amount from profit was transferred to General Reserve.

3. SHARE CAPITAL:

The Paid up equity share capital as on March 31, 2018 was ₹ 1415.76 lakhs divided into 14,157,575 equity shares of ₹ 10 each. During the year under review, the Company has allotted 500,000 warrant convertible into equivalent number of equity shares on preferential basis at its board meeting held on 25th May, 2018. Each warrants are convertible into Equity Shares of ₹ 10/- each within 18 months from the date of allotment of warrant.

4. STATE OF THE COMPANY'S AFFAIRS:

During the year under review, your Company has recorded its net revenue from operations as ₹ 9506.41 lakhs against revenue recorded of ₹ 7145.43 lakhs in the previous year. The EBIDT recorded at ₹ 881.32 lakhs against last year's figure of ₹ 1212.21 lakhs. Net profit after tax is recorded at ₹ 148.51 lakhs against previous year net profit of ₹ 399.74 lakhs.

5. BUSINESS DEVELOPMENT & EXPANSION:

Your Company has acquired a new company i.e. Starbigbloc Building Material Private Limited (formerly known as Hilltop Concrete Private Limited) as a wholly owned Subsidiary Company. Our existing annual production capacity is 500,000 cubic meter. One is located at Umargaon, Dist. - Valsad to cater South Gujarat & Maharashtra Markets with annual production capacity of 300,000 Cubic Meter and other Plant is located at Kapadvanj to cater North Gujarat, Madhya Pradesh and Rajasthan with annual production capacity of 200,000 Cubic Meter.

Currently, we are supplying in big projects of GHB Projects, Ahmedabad, M.P. Police Housing & Infra. Development Corporation Ltd., Bhopal, projects PWD PIU, Bhopal, CPWD IIT Campus Project, Indore, Lodha, Regency Nirman, Adani, PSP Projects, Larsen & Toubro and many other big construction companies of India.

6. EXTRACT OF ANNUAL RETURN:

In accordance with Section 134(3) (a) of the Companies Act read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the annual return in the prescribed format is annexed as **Annexure- 1** to the Director's Report.

The web link for the Annual Return placed on the Company's website is <https://www.nxtbloc.in/downloads/annual-report/2018-19>.

7. CONSOLIDATED FINANCIAL STATEMENTS:

The Consolidated Financial Statements of Bigbloc Construction Limited and its subsidiaries is prepared in accordance with Ind AS- 110 on Consolidated Financial statements and Equity method of accounting given in Ind AS - 28 on "Accounting of Investments in Associates in Consolidated Financial statements". The details of such subsidiary are as follows: -



Sr. No.	Name of company	Nature of relation
1.	Starbigbloc Building Material Private Limited (Formerly Hilltop Concrete Private Limited)	Subsidiary

8. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The Company has one Subsidiary company as on March 31, 2019. Pursuant to provisions of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of the Company's subsidiaries/ Associate Companies and Joint Ventures is given in Form AOC-1 and forms an integral part of this Annual Report.

9. CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION & ANALYSIS REPORT:

As per Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on corporate governance practices followed by the Company, together with a certificate from Mr. Dhiren Dave, Company Secretary in practice, confirming compliance and Management Discussion and Analysis Report forms an integral part of this Annual Report.

10. FIXED DEPOSITS:

During the year under review, the company has not accepted any deposits within the meaning of section 73 of the Companies Act, 2013 and the rules made there under.

11. DIRECTORS:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Mohit Narayan Saboo, Director (DIN: 02357431) will retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment. The details of the aforesaid directors, his expertise in various functional areas as required to be disclosed under Regulation 36(3) of the Listing Regulations, form part of the Notice of the ensuing Annual General Meeting.

12. DECLARATION FROM INDEPENDENT DIRECTORS:

The Independent Directors have submitted their declaration to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 read with rules framed thereunder.

13. BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of Committees. The performance of the Board / Committee was evaluated after seeking inputs from all the Directors / Committee members on the basis of the defined criteria including composition and structure, effectiveness of meetings, information and functioning. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated, on the basis of relevant knowledge, expertise, experience, devotion of time and attention to company's long term strategic issues and understanding of duties, roles and function as Independent Director. The Directors expressed their satisfaction with the evaluation process.

14. NUMBER OF MEETINGS HELD:

The Board met Ten times during the financial year ended 31st March, 2019, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013 and the Listing Regulations.

15. POLICY ON DIRECTOR'S APPOINTMENT, REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS:

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration including criteria for determining qualifications, positive attributes and other matters provided under sub section (3) of section 178 of the Companies Act 2013. The Company's Nomination and Remuneration Policy for Directors, Key Managerial Personnel and other employees is attached below in **Annexure-2**, and is also available on Company's website www.bigbloconstruction.com/www.nxtbloc.in.

16. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior, the Company has adopted a Vigil Mechanism / Whistle Blower Policy. This policy can be accessed on the Company's website at www.bigbloconstruction.com/www.nxtbloc.in.

17. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company has formulated a familiarization program for the Independent Directors to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company. The details of such program are available on the Company's website at www.bigbloconstruction.com/www.nxtbloc.in.



18. COMPOSITION OF KEY MANAGERIAL PERSONNEL:

The Company has the following KMP;

Name of KMP	Designation	Date of Appointment in current Designation	Date of Resignation
Mr. Naresh Saboo	Managing Director	11/04/2016	N.A
Mr. Mohit Saboo	Director & CFO	11/04/2016	N.A
Mr. Sumit Das	Company Secretary	30/09/2017	N.A

19. COMPOSITION OF AUDIT AND NOMINATION & REMUNERATION COMMITTEE:

The Audit Committee comprises of Mr. Dishant Jariwala (Chairman), Mr. Premil Shah (Member) and Mr. Naresh Saboo (Member). The Nomination and Remuneration Committee comprises of Mr. Premil Shah (Chairman), Mr. Dishant Jariwala (Member) and Ms. Payal Loya (Member). Brief details on the committee are given in the Corporate Governance Report. All the recommendations of the audit committee are accepted by the Board.

20. DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3) (c) of the Companies Act, 2013 that:

- in the preparation of the annual accounts for the financial year ended 31st March, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures; the annual accounts have been prepared in compliance with the provisions of the Companies Act, 2013;
- the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for year ended on that date;
- the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the directors have prepared the annual accounts on a going concern basis; and
- the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

21. STATUTORY AUDITORS:

At the 01st AGM of your Company, the Members approved the appointment of M/s. R.K.M & Co., Chartered Accountant, Surat (Firm Registration Number. 108553W), to hold the office from the conclusion of the 01st Annual General Meeting until the conclusion of 05th AGM of your Company, subject to ratification at every Annual General Meeting. The Company has received a certificate from the auditors to the effect that their re-appointment if made, would be in accordance with the provisions of section 139 and 141 of the Companies Act, 2013. Resolution seeking your approval on these item is included in the Notice convening the AGM.

AUDITORS' REPORT:

Members' attention is invited to the observation made by the Auditors under "Qualified Opinion" appearing in Auditors Reports. The company has not provided for Post Employment Benefits and other long term employee benefits under Defined Benefit Plans on accrual basis but provides the same as and when they become due for payment. This method of accounting of Post Employment Benefits and other long term employee benefits under Defined Benefit Plans is in deviation with Ind AS – 19 on Employee Benefits. As there is no actuarial report or basis of calculation available with the management of such Post Employment Benefits and other long term employee benefits, the quantum of deviation cannot be ascertained. If the company had followed the method accounting as per Ind AS – 19, then employee benefit expense would have increased and correspondingly Profit for the period would have reduced.

"The Board is of the opinion that the Provision for the Long term Employees are determined on the basis of actuarial Valuation Method & technique prescribed in the Accounting Standard. The Consulting fees by actuaries for determining the Provision for long term benefit Plan is even higher than the Annual Liability of the company for Long term benefits. The company has decided to pay the Long term benefits as and when it becomes due as the amount is negligible and it is not going to make any impact on the financial Position of the company. Considering the size of the company and negligible liability, the company has not made provisions for Long term employee benefits & Defined benefits plan".

22. SECRETARIAL AUDIT:

In terms of the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Mr. Dhiren R Dave, Surat, Practising Company Secretaries to conduct the secretarial audit of the Company for the financial year 2018-19. The Secretarial Audit Report for FY 2018-19 is annexed as **Annexure-3** to the Director's Report.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE:

Loans, Guarantees and Investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.



24. CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and that the provisions of Section 188 of the Companies Act, 2013 and the Rules made thereunder are not attracted. Thus, disclosure in form AOC-2 in terms of Section 134 of the Companies Act, 2013 is not required. Further, there are no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel. The transactions with related parties as per requirements of Indian Accounting Standard (IND AS-24) – 'Related Party Disclosures' are disclosed in Note No. 37 of Notes to Accounts. All Related Party Transactions are placed before the Audit Committee as also to the Board for approval. Omnibus approval was obtained for transactions which are of repetitive nature. The policy on materiality of Related Party Transactions as approved by the Board of Directors has been uploaded on the website of the Company. The web-link of the same has been provided in the Corporate Governance Report. None of the Directors/KMP has any pecuniary relationship or transactions vis-à-vis the Company.

25. DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the Company by way of Risk Management Policy. The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and mitigating risks associated with the business. The policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues. In today's challenging and competitive environment, strategies for mitigating inherent risks associated with business and for accomplishing the growth plans of the Company, are imperative. The common risks inter alia are risks emanating from; Regulations, Competition, Business, Technology obsolescence, Investments, retention of talent, finance, politics and fidelity. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same. The Risk Management Policy is also hosted on the Company's website at www.bigbloconstruction.com/www.nxtbloc.in.

26. MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

27. LISTING OF SHARES AND LISTING FEES:

The Equity Shares of your Company are listed and actively traded on the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Limited (NSE). The Company has paid annual listing fees to the both stock exchanges for the financial year 2019-20.

28. INTERNAL FINANCIAL CONTROLS:

The Company has in place adequate internal financial controls with reference to financial statements. The Company's internal control system is commensurate with its size, scale and complexities of its operations. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

29. INSURANCE:

The Company's building, plant and machineries, Stocks and other properties wherever necessary and to the extent required have been adequately insured.

30. REMUNERATION AND PARTICULARS OF EMPLOYEES:

The information in accordance with the provisions of Section 197(12) of the Companies Act, 2013 read with rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure- 4** to the Director's Report. Since there is no employee receiving remuneration of ₹ 60 lakh or more, or employed for part of the year and in receipt of ₹ 5 lakh or more a month, there is no information required to be given under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

31. INDUSTRIAL RELATIONS:

The Company maintained healthy, cordial and harmonious industrial relations at all levels.

32. TRANSFER OF UNPAID/UNCLAIMED AMOUNTS TO IEPF:

Since the Company was incorporated on June, 2015, there were no amount of Unclaimed dividend and interest thereon, which remained unpaid/unclaimed for a period of 7 years, required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central government pursuant to provision of Section 125 of the Companies Act, 2013.

33. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

As required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 the particulars relating to conservation of energy, technology, absorption and foreign exchange earnings and outgo is appended as **Annexure- 5** to the Director's Report.

34. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL), ACT, 2013:

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.



35. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

During the year under review, there are not any significant and material orders passed by the Regulators or Courts to the Company.

36. ACKNOWLEDGMENT:

The Board of Directors wishes to place on record its appreciation for the commitment, dedication and hard work done by the employees in the Company and the cooperation extended by Banks, Government authorities, customers and shareholders of the Company and looks forward to a continued mutual support and co-operation.

**For and on behalf of the Board
FOR BIGBLOC CONSTRUCTION LIMITED**

**NARAYAN SABOO
(Chairman)
DIN: 00223324**

**Place : Surat
Date : 14.08.2019**

ANNEXURE-1 TO DIRECTORS REPORT

FORM NO. MGT 9

**EXTRACT OF ANNUAL RETURN AS ON FINANCIAL YEAR ENDED ON 31.03.2019
[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014]**

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L45200GJ2015PLC083577
2.	Registration Date	17/06/2015
3.	Name of the Company	BIGBLOC CONSTRUCTION LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares / Indian Non-Government Company.
5.	Address of the Registered office & contact details	BIGBLOC CONSTRUCTION LIMITED 6th Floor, A/601-B, International Trade Centre, Majura Gate, Ring Road, Surat 395002, Gujarat, India Ph: +91 261 2463261/62/63 F: +91 261 2463264 E: bigblockconstructionltd.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	ADROIT CORPORATE SERVICES PVT.LTD. 17-20, Jafferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai 400059, India Tel: +91 22.42270400/ 42270423 F: +91 22 28503748 Email: info@adroitcorporate.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	AAC BLOCKS	2395	100.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	STARBIGBLOC BUILDING MATERIAL PRIVATE LIMITED (FORMERLY HILLTOP CONCRETE PRIVATE LIMITED) A-601/B, INTERNATIONAL TRADE CENTRE, MAJURAGATE CROSSING, RING ROAD, SURAT - 395002, GUJARAT, INDIA	U26950GJ2012 PTC070354	SUBSIDIARY	100.00%	Section 2(87)



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**i) Category-wise Share Holding**

Category of Shareholders		No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Physical	Demat	Total	% of Total Shares	Physical	Demat	Total	% of Total Shares	
(A)	Shareholding of Promoter & Promoter Group									
1	Indian									
(a)	Individuals/ HUF	-	-	-	0.00	-	-	-	0.00	0.00
(b)	Central Govt./State Govt.(s)	-	-	-	0.00	-	-	-	0.00	0.00
(c)	Bodies Corporate	-	57,65,010	57,65,010	40.72	-	57,65,010	57,65,010	40.72	0.00
(d)	Financial Institutions/ Banks	-	-	-	0.00	-	-	-	0.00	0.00
(e)	Any Others(Specify)	-	-	-	0.00	-	-	-	0.00	0.00
(e-i)	Directors Relatives	-	23,08,702	23,08,702	16.31	-	20,82,675	20,82,675	14.71	-1.60
(e-ii)	Directors	-	19,07,376	19,07,376	13.47	-	19,04,454	19,04,454	13.45	-0.02
	Sub Total(A)(1)	-	99,81,088	99,81,088	70.50	-	97,52,139	97,52,139	68.88	-1.62
2	Foreign									
a	Individuals (NRI/Foreign Individuals)	-	-	-	0.00	-	-	-	0.00	0.00
b	Bodies Corporate	-	-	-	0.00	-	-	-	0.00	0.00
c	Institutions	-	-	-	0.00	-	-	-	0.00	0.00
d	Qualified Foreign Investor	-	-	-	0.00	-	-	-	0.00	0.00
e	Any Others(Specify)	-	-	-	0.00	-	-	-	0.00	0.00
	Sub Total(A)(2)	-	-	-	0.00	-	-	-	0.00	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A) (1)+(A)(2)	-	99,81,088	99,81,088	70.50	-	97,52,139	97,52,139	68.88	-1.62
(B)	Public shareholding									
1	Institutions									
(a)	Mutual Funds/ UTI	-	-	-	0.00	-	-	-	0.00	0.00
(b)	Financial Institutions / Banks	-	5,000	5,000	0.04	-	-	-	0.00	-0.04
(c)	Central Government/ State Government(s)	-	-	-	0.00	-	-	-	0.00	0.00
(d)	Venture Capital Funds	-	-	-	0.00	-	-	-	0.00	0.00
(e)	Insurance Companies	-	-	-	0.00	-	-	-	0.00	0.00
(f)	Foreign Institutional Investors	-	95,048	95,048	0.67	-	-	-	0.00	-0.67
(g)	Foreign Venture Capital Investors	-	-	-	0.00	-	-	-	0.00	0.00
(h)	Qualified Foreign Investor	-	-	-	0.00	-	-	-	0.00	0.00
(i)	Any Other (specify)	-	-	-	0.00	-	-	-	0.00	0.00
	Sub-Total (B)(1)	-	1,00,048	1,00,048	0.71	-	-	-	0.00	-0.71
2	Non-institutions									
(a)	Bodies Corporate									
(a-i)	Indian	1,500	18,74,459	18,75,959	13.25	1,500	18,22,751	18,24,251	12.89	-0.37
(a-ii)	Overseas	-	-	-	0.00	-	-	0.00	0.00	0.00
(b)	Individuals									
(b-i)	Ind-Hold nominal shr capital upto Rs.1L	33,832	7,32,519	7,66,351	5.41	30,032	8,12,408	8,42,440	5.95	0.54
(b-ii)	Ind-Hold nominal shr capital in excess of Rs.1L	0.00	13,27,651	13,27,651	9.38	0.00	16,50,543	16,50,543	11.66	2.28
(c)	Qualified Foreign Investor	-	-	-	0.00	-	-	-	0.00	0.00
(d)	Any Other (specify)	-	-	-	0.00	-	-	-	0.00	0.00
(d-ii)	Clearing member	-	19,032	19,032	0.13	-	2,869	2,869	0.02	-0.11
(d-iii)	NRIs	-	82,445	82,445	0.58	-	80,332	80,332	0.57	-0.01
(d-iv)	Trusts	-	5,001	5,001	0.04	-	5,001	5,001	0.04	0.00
	Sub-Total (B)(2)	35,332	40,41,107	40,76,439	28.79	31,532	43,73,904	44,05,436	31.12	2.32
	Total Public Shareholding (B)= (B)(1)+(B)(2)	35,332	41,41,155	41,76,487	29.50	31,532	43,73,904	44,05,436	31.12	1.62
	TOTAL (A) + (B)	35,332	1,41,22,243	1,41,57,575	100.00	31,532	1,41,26,043	1,41,57,575	100.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued									
1	Promoter and Promoter Group	-	-	-	0.00	-	-	-	0.00	0.00
2	Public	-	-	-	0.00	-	-	-	0.00	0.00
	Sub-Total (C)			-	0.00			-	0.00	0.00
	GRAND TOTAL (A) + (B) + (C)	35,332	1,41,22,243	1,41,57,575	100.00	31,532	1,41,26,043	1,41,57,575	100.00	0.00



(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		Number of shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	Number of shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	MOHIT INDUSTRIES LTD	23073	0.16	0.00	23073	0.16	0.00	0.00
2	MANISH N. SABOO	265440	1.87	0.00	218440	1.54	0.00	-0.33
3	MOHIT NARAYAN SABOO	302836	2.14	0.00	302836	2.14	0.00	0.00
4	MOHIT EXIM PRIVATE LIMITED	600000	4.24	0.00	600000	4.24	0.00	0.00
5	AYUSHI MANISH SABOO	200000	1.41	0.00	153000	1.08	0.00	-0.33
6	NARESH SITARAM SABOO	268424	1.90	0.00	268424	1.90	0.00	0.00
7	NARAYAN SITARAM SABOO	1070676	7.56	0.00	1114754	7.87	0.00	0.31
8	NARAYAN SITARAM SABOO (Karta of HUF)	272866	1.93	0.00	272866	1.93	0.00	0.00
9	MADHU NARAYAN SABOO .	935815	6.61	0.00	756788	5.35	0.00	-1.26
10	SITARAM NANDLAL SABOO	550021	3.88	0.00	550021	3.88	0.00	0.00
11	SITARAM NANDLAL SABOO (Karta of HUF)	150000	1.06	0.00	150000	1.06		0.00
12	MASK INVESTMENTS LIMITED	1502706	10.61	0.00	1502706	10.61	0.00	0.00
13	SONIA N SABOO	200000	1.41	0.00	200000	1.41	0.00	0.00
14	MOHIT YARNS LIMITED	2040609	14.41	0.00	2040609	14.41	0.00	0.00
15	MOHIT OVERSEAS LIMITED	1598622	11.29	0.00	1598622	11.29	0.00	0.00
	TOTAL	99,81,088	70.50	-	97,52,139	68.88	-	-1.62

(iii) Change in Promoters' Shareholding

Sr. No.	Name of the shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Number of shares	% of total Shares of the company	Number of shares	% of total Shares of the company
1	MOHIT INDUSTRIES LIMITED				
	At the beginning of the year	23,073	0.16	23,073	0.16
	No changes	-	0.00	23,073	0.16
	At the end of the year			23,073	0.16
2	NARAYAN SITARAM SABOO				
	At the beginning of the year	10,70,676	7.56	10,70,676	7.56
	06/06/18	12,558	0.09	10,83,234	7.65
	08/06/18	13,681	0.10	10,96,915	7.75
	14/11/18	14,948	0.11	11,11,863	7.85
	26/11/18	2,891	0.02	11,14,754	7.87
	At the end of the year			11,14,754	7.87
3	NARAYAN SITARAM SABOO (Karta of HUF)				
	At the beginning of the year	2,72,866	1.93	2,72,866	1.93
	No changes	-	0.00	2,72,866	1.93
	At the end of the year			2,72,866	1.93
4	NARESH SITARAM SABOO				
	At the beginning of the year	2,68,424	1.90	2,68,424	1.90
	No changes	-	0.00	2,68,424	1.90
	At the end of the year			2,68,424	1.90
5	SITARAM NANDLAL SABOO				
	At the beginning of the year	5,50,021	3.88	5,50,021	3.88
	No changes	-	0.00	5,50,021	3.88
	At the end of the year			5,50,021	3.88



Sr. No.	Name of the shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Number of shares	% of total Shares of the company	Number of shares	% of total Shares of the company
6	SITARAM NANDLAL SABOO (Karta of HUF)				
	At the beginning of the year	1,50,000	1.06	1,50,000	1.06
	No changes	-	0.00	1,50,000	1.06
	At the end of the year			1,50,000	1.06
7	MANISH NARAYAN SABOO				
	At the beginning of the year	2,65,440	1.87	2,65,440	1.87
	29/06/18	(47,000)	(0.33)	2,18,440	1.54
	At the end of the year			2,18,440	1.54
8	MOHIT NARAYAN SABOO				
	At the beginning of the year	3,02,836	2.14	3,02,836	2.14
	No changes	-	0.00	3,02,836	2.14
	At the end of the year			3,02,836	2.14
9	MADHU NARAYAN SABOO				
	At the beginning of the year	9,35,815	6.61	9,35,815	6.61
	29/06/18	(1,53,000)	(1.08)	7,82,815	5.53
	04/10/18	(24,710)	(0.17)	7,58,105	5.35
	05/10/18	(1,317)	(0.01)	7,56,788	5.35
	At the end of the year			7,56,788	5.35
10	SONIA NARESH SABOO				
	At the beginning of the year	2,00,000	1.41	2,00,000	1.41
	No changes	-	-	2,00,000	1.41
	At the end of the year			2,00,000	1.41
11	AYUSHI MANISH SABOO				
	At the beginning of the year	2,00,000	1.41	2,00,000	1.41
	29/06/18	(47,000)	(0.33)	1,53,000	1.08
	At the end of the year			1,53,000	1.08
12	MOHIT EXIM PRIVATE LIMITED				
	At the beginning of the year	6,00,000	4.24	6,00,000	4.24
	No changes	-	-	6,00,000	4.24
	At the end of the year			6,00,000	4.24
13	MOHIT YARNS LIMITED				
	At the beginning of the year	20,40,609	14.41	20,40,609	14.41
	No changes	-	-	20,40,609	14.41
	At the end of the year			20,40,609	14.41
14	MASK INVESTMENTS LIMITED				
	At the beginning of the year	15,02,706	10.61	15,02,706	10.61
	No changes	-	-	15,02,706	10.61
	At the end of the year			15,02,706	10.61
15	MOHIT OVERSEAS LIMITED				
	At the beginning of the year	15,98,622	11.29	15,98,622	11.29
	No changes	-	-	15,98,622	11.29
	At the end of the year			15,98,622	11.29

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Number of shares	% of total Shares of the company	Number of shares	% of total Shares of the company
1	NXT FAB PRIVATE LIMITED				
	At the beginning of the year	7,34,654	5.19	7,34,654	5.19
	21/12/18	(28,075)	(0.20)	7,06,579	4.99
	At the end of the year			7,06,579	4.99



2	NXT POLYESTER PRIVATE LIMITED				
	At the beginning of the year	6,36,473	4.50	6,36,473	4.50
	21/12/18	(10,000)	(0.07)	6,26,473	4.43
	At the end of the year			6,26,473	4.43
3	VIJAYA P. DHOOT				
	At the beginning of the year	247625	1.75	2,47,625	1.75
	20/07/2018	5000	0.04	2,52,625	1.78
	27/07/2018	3500	0.02	2,56,125	1.81
	03/08/2018	2500	0.02	2,58,625	1.83
	21/09/2018	8889	0.06	2,67,514	1.89
	28/09/2018	3397	0.02	2,70,911	1.91
	05/10/2018	3730	0.03	2,74,641	1.94
	12/10/2018	5000	0.04	2,79,641	1.98
	19/10/2018	2714	0.02	2,82,355	1.99
	02/11/2018	2500	0.02	2,84,855	2.01
	21/12/2018	(7,922)	(0.06)	2,76,933	1.96
	08/02/2019	1000	0.01	2,77,933	1.96
	15/02/2019	2000	0.01	2,79,933	1.98
	At the end of the year			2,79,933	1.98
4	RAJA RAMCHANDRA DALVI				
	At the beginning of the year	20,000	0.14	20,000	0.14
	06/04/2018	(6,792)	(0.05)	13,208	0.09
	13/04/2018	46,257	0.33	59,465	0.42
	20/04/2018	464	0.00	59,929	0.42
	27/04/2018	(52,074)	(0.37)	7,855	0.06
	04/05/2018	1,892	0.01	9,747	0.07
	11/05/2018	21,292	0.15	31,039	0.22
	18/05/2018	(27,283)	(0.19)	3,756	0.03
	25/05/2018	48,583	0.34	52,339	0.37
	01/06/2018	710	0.01	53,049	0.37
	08/06/2018	4,767	0.03	57,816	0.41
	15/06/2018	159	0.00	57,975	0.41
	22/06/2018	(8,763)	(0.06)	49,212	0.35
	29/06/2018	(48,519)	(0.34)	693	0.00
	06/07/2018	81,961	0.58	82,654	0.58
	13/07/2018	897	0.01	83,551	0.59
	21/09/2018	(65,195)	(0.46)	18,356	0.13
	28/09/2018	(18,356)	(0.13)	-	0.00
	26/10/2018	40,610	0.29	40,610	0.29
	02/11/2018	(40,000)	(0.28)	610	0.00
	30/11/2018	20,000	0.14	20,610	0.15
	07/12/2018	50,237	0.35	70,847	0.50
	28/12/2018	71,000	0.50	1,41,847	1.00
	31/12/2018	26,727	0.19	1,68,574	1.19
	04/01/2019	1,000	0.01	1,69,574	1.20
	01/02/2019	40,000	0.28	2,09,574	1.48
	08/02/2019	1,154	0.01	2,10,728	1.49
	08/03/2019	5,000	0.04	2,15,728	1.52
	22/03/2019	44,901	0.32	2,60,629	1.84
	At the end of the year			2,60,629	1.84
5	INDRA SUDHIR JAIN				
	At the beginning of the year	2,11,989	1.50	2,11,989	1.50
	27/07/2018	(2,11,989)	(1.50)	-	0.00
	29/09/2018	3,600	0.03	3,600	0.03
	31/12/2018	1,50,000	1.06	1,53,600	1.08
	25/01/2019	58,389	0.41	2,11,989	1.50
	08/02/2019	(25,000)	(0.18)	1,86,989	1.32
	30/03/2019	25,000	0.18	2,11,989	1.50
	At the end of the year			2,11,989	1.50



6	BALHAANS VINTRADE PRIVATE LIMITED At the beginning of the year 25/05/18 At the end of the year	208167 (7,270)	1.47 (0.05)	2,08,167 2,00,897 2,00,897	1.47 1.42 1.42
7	ABHISHEK VINOD JAIN At the beginning of the year 06/04/2018 08/06/2018 15/06/2018 06/07/2018 20/07/2018 27/07/2018 03/08/2018 07/09/2018 28/09/2018 05/10/2018 12/10/2018 19/10/2018 02/11/2018 15/02/2019 At the end of the year	1,44,765 2 2,000 1,924 9,631 4,993 4,154 2,500 2,358 3,000 7,307 11,150 6,100 4,000 2,000	1.02 0.00 0.01 0.01 0.07 0.04 0.03 0.02 0.02 0.02 0.05 0.08 0.04 0.03 0.01	1,44,765 1,44,767 1,46,767 1,48,691 1,58,322 1,63,315 1,67,469 1,69,969 1,72,327 1,75,327 1,82,634 1,93,784 1,99,884 2,03,884 2,05,884 2,05,884	1.02 1.02 1.04 1.05 1.12 1.15 1.18 1.20 1.22 1.24 1.29 1.37 1.41 1.44 1.45 1.45
8	GITABEN DALAL At the beginning of the year No Changes At the end of the year	1,06,035 -	0.75 0.00	1,06,035 1,06,035 1,06,035	0.75 0.75 0.75
9	KAMLESH RAJESH NANDWANI At the beginning of the year 27/07/2018 08/02/2019 30/03/2019 At the end of the year	79,717 (79,717) 59,717 25,000	0.56 (0.56) 0.42 0.18	79,717 - 59,717 84,717 84,717	0.56 0.00 0.42 0.60 0.60
10	MEINL BANK AKTIENGESSELLSCHAFT - MEINL IN At the beginning of the year 06/07/2018 05/10/2018 02/11/2018 16/11/2018 30/11/2018 07/12/2018 14/12/2018 21/12/2018 At the end of the year	74,004 (14,004) (10,000) (10,000) (7,000) (10,000) (6,590) (6,142) (10,268)	0.52 (0.10) (0.07) (0.07) (0.05) (0.07) (0.05) (0.04) (0.07)	74,004 60,000 50,000 40,000 33,000 23,000 16,410 10,268 - -	0.52 0.42 0.35 0.28 0.23 0.16 0.12 0.07 0.00 0.00

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Each of Directors & KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Number of shares	% of total Shares of the company	Number of shares	% of total Shares of the company
1	Mr. Narayan Saboo (Executive Director) At the beginning of the year 06/06/18 08/06/18 14/11/18 26/11/18 At the end of the year	10,70,676 12,558 13,681 14,948 2,891	7.56 0.09 0.10 0.11 0.02	10,70,676 10,83,234 10,96,915 11,11,863 11,14,754 11,14,754	7.56 7.65 7.75 7.85 7.87 7.87
2	Mr. Naresh Saboo (Managing Director) At the beginning of the year No changes At the end of the year	2,68,424 -	1.90 -	2,68,424 2,68,424 2,68,424	1.90 1.90 1.90



3	MOHIT NARAYAN SABOO (Executive Director & CFO) At the beginning of the year No changes At the end of the year	3,02,836 - 3,02,836	2.14 0.00 2.14	3,02,836 3,02,836 3,02,836	2.14 2.14 2.14
4	MANISH NARAYAN SABOO (Non-Executive Director) At the beginning of the year 29/06/18 At the end of the year	2,65,440 (47,000) 2,18,440	1.87 (0.33) 1.54	2,65,440 2,18,440 2,18,440	1.87 1.54 1.54
5	Mr. Dishant Kaushikbhai Jariwala (Non-Executive, Independent Director) At the beginning of the year No changes At the end of the year	- - -	0.00 0.00 0.00	- - -	0.00 0.00 0.00
6	Ms. Payal Loya (Non-Executive, Independent Director) At the beginning of the year No changes At the end of the year	- - -	0.00 0.00 0.00	- - -	0.00 0.00 0.00
7	Mr. Premil Shah (Non-Executive, Independent Director) At the beginning of the year No changes At the end of the year	- - -	0.00 0.00 0.00	- - -	0.00 0.00 0.00
8	Mr. Sachit Gandhi (Non-Executive, Independent Director) At the beginning of the year No changes At the end of the year	6,499 - 6,499	0.05 0.00 0.05	6,499 6,499 6,499	0.05 0.05 0.05
9	Mr. Sumit Das (Company Secretary) At the beginning of the year No changes At the end of the year	- - -	0.00 0.00 0.00	- - -	0.00 0.00 0.00

V) INDEBTEDNESS

(Indebtedness of the Company including interest outstanding/accrued but not due for payment)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	28,78,90,657.40	7,45,56,261.50	-	36,24,46,918.90
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	28,78,90,657.40	7,45,56,261.50	-	36,24,46,918.90
Change in Indebtedness during the financial year				
* Addition	3,42,33,113.02	16,39,12,847.40	-	19,81,45,960.42
* Reduction	7,97,71,021.04	10,57,09,788.00	-	18,54,80,809.04
Net Change	(4,55,37,908.02)	5,82,03,059.40	-	1,26,65,151.38
Indebtedness at the end of the financial year				
i) Principal Amount	24,23,52,749.38	13,27,59,320.90	-	37,51,12,070.28
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	24,23,52,749.38	13,27,59,320.90	-	37,51,12,070.28



VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole time director and/or Manager:**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount
		Mr. Naryan Saboo (Director)	Mr. Naresh Saboo (Director)	Mr. Mohit Saboo (Director)	Mr. Manish Saboo (Director)	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	3,00,000	3,00,000	4,20,000	4,20,000	14,40,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-	-
2	Stock option	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-
4	Commission	-	-	-	-	-
	as % of profit	-	-	-	-	-
	others (specify)	-	-	-	-	-
5	Others, please specify	-	-	-	-	-
	Total (A)	3,00,000	3,00,000	4,20,000	4,20,000	14,40,000
	Ceiling as per the Act	Rs. 21.12 Lacs (being 10 % of the net profit of the company as per section 198 of the Companies Act, 2013) for the year ended on 31/03/2019.				

B. Remuneration to other directors:

Sl. No	Particulars of Remuneration	Name of Directors (Non-Executive, Independent Directors)				Total
		Dishant Jariwala	Payal Loya	Premil Shah	Sachit Gandhi	
1	Independent Directors	Nil	Nil	Nil	Nil	Nil
	(a) Fee for attending board & committee meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non Executive Directors	Nil	Nil	Nil	Nil	Nil
	(a) Fee for attending board & committee meetings	-	-	-	-	-
	(b) Commission	-	-	-	-	-
	(c) Others, please specify.	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration (A+B)	Rs. 1,440,000/-				
	Overall Ceiling as per the Act :	Rs. 23.23 Lacs (being 11 % of the net profit of the company as per section 198 of the Companies Act, 2013) for the year ended on 31/03/2019.				

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key managerial personnel*			Total
1	Gross Salary	CEO*	CFO	Company Secretary	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	4,20,000.00	2,83,736.00	7,03,736.00
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	as % of profit	-	-	-	-
	others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	N.A	4,20,000.00	2,83,736.00	7,03,736.00

* Remuneration to CEO / CFO is already covered in Part A i.e. Remuneration to Managing Director, Whole-time Directors and / or Manager.



VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL	NIL	NIL	N.A	N.A
Punishment	NIL	NIL	NIL	N.A	N.A
Compounding	NIL	NIL	NIL	N.A	N.A
B. DIRECTORS					
Penalty	NIL	NIL	NIL	N.A	N.A
Punishment	NIL	NIL	NIL	N.A	N.A
Compounding	NIL	NIL	NIL	N.A	N.A
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	N.A	N.A
Punishment	NIL	NIL	NIL	N.A	N.A
Compounding	NIL	NIL	NIL	N.A	N.A

ANNEXURE-2 TO DIRECTOR'S REPORT**NOMINATION AND REMUNERATION POLICY**

[Under Section 178 of the Companies Act, 2013 and Regulation 19(4) & Schedule II Part D (A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors of Bigbloc Construction Limited ("the Company") constituted the "Nomination and Remuneration Committee"

COMPLIANCE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read with applicable rules thereto and Regulation 19(4) & Schedule II Part D (A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

OBJECTIVE

The key objective of the Committee shall be:

1. To guide the board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
3. To recommend to the Board on remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
4. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
6. To devise a policy on Board diversity.
7. To ensure the policy includes the following guiding principles:
 - the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
 - relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.



DEFINITIONS

- **'Act'** means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- **'Board'** means the Board of Directors of the Company.
- **'Key Managerial Personnel' means:**
 - I. Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
 - II. Chief Financial Officer;
 - III. Company Secretary; and
 - IV. Such other officer as may be prescribed.
- **'Senior Managerial Personnel'** means Personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

ROLE OF THE COMMITTEE

The role of the committee will be the following:

- a) To formulate criteria for determining qualifications, positive attributes and independence of a Director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- b) To formulate criteria for evaluation of performance Independent Directors and the Board of Directors.
- c) To devise a policy on diversity of board of directors.
- d) To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommended to the board of directors their appointment and removal.
- e) To recommend to the Board whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- f) Succession planning for replacing Key Executives and overseeing.
- g) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- h) To perform such other functions as may be necessary or appropriate for the performance of its duties.

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.
- d) A person shall be considered for appointment as an Independent Director on the Board of the company, only if he/she discloses in writing his/her independence in terms of section 149 of the Companies Act, 2013.

TERM / TENURE

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director:

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.



EVALUATION

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS / KMP / SENIOR MANAGEMENT PERSONNEL**1. Remuneration to Managing Director / Whole-time Directors:**

- a. The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b. The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole time Directors.

2. Remuneration to Non-Executive/Independent Directors:

The Non-Executive/ Independent Directors may receive sitting fees as per the provisions of Companies Act, 2013. The amount of sitting fees, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force

3. Remuneration to Key Managerial Personnel and Senior Management:

The remuneration to Key Managerial Personnel and Senior Management, shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

CRITERIA FOR DETERMINING REMUNERATION:

While determining remuneration of the directors, the committee shall ensure that the level and composition of remuneration are reasonable and sufficient to attract, retain and motivate such directors of the quality required to run the Company successfully; the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and the remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goal.

MINIMUM MEMBERS:

The Committee shall consist of minimum 3 non-executive directors, majority of them shall be independent directors.

QUORUM

Minimum 2 members out of which at least 1 Independent Director shall constitute a quorum for the committee meeting.

CHAIRPERSON / CHAIRMAN:

- The chairman of the Nomination and Remuneration committee shall be an Independent director elected amongst themselves at the time of first meeting of the Committee and he shall preside over all the meetings of the committee until and unless decided otherwise.
- Chairman of the Company may be appointed as a member of the Committee but shall not be a chairman of the Committee.
- In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.



ANNEXURE-3 TO DIRECTORS REPORT**Form No. MR-3****Secretarial Audit Report For the financial year ended March 31, 2019**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members

Bigbloc Construction Limited

6th Floor, A-601/B, International Trade Centre,
Majura Gate, Ring Road, Surat - 395 002

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BIGBLOC CONSTRUCTION LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information and representation provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31.03.2019 according to the provisions of:
 - (i) The Companies Act, 2013 (**the Act**) and the Rules made there under;
 - (ii) The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made there under;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - There are no events occurred during the year which attracts provisions of these Act, Rules and Regulations and hence not applicable.
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company :-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
 - d. The Securities and Exchange Board of India (Employees Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - There are no events occurred during the year which attracts provisions of these regulations hence not applicable.
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (vi) Factories Act, 1948
 - (vii) Industrial Disputes Act, 1947
 - (viii) The Payment of Wages Act, 1936
 - (ix) The Minimum Wages Act, 1948
 - (x) Employees State Insurance Act, 1948
 - (xi) The Employees Provident Fund and Miscellaneous Provisions Act, 1952
 - (xii) The Payment of Bonus Act, 1965
 - (xiii) The Payment of Gratuity Act, 1972
 - (xiv) The Contract Labour (Regulation and Abolition) Act, 1970



- (xv) The Maternity Benefit Act, 1961
- (xvi) The Child Labour (Prohibition and Regulation) Act, 1986
- (xvii) The Employees Compensation Act, 1923
- (xviii) The Apprentices Act, 1961
- (xix) The Employment Exchange (Compulsory Notification of Vacancies) Act, 1959
- (xx) The Environment (Protection) Act, 1986 (read with The Environment (Protection) Rules, 1986)
- (xxi) The Hazardous Waste (Management, Handling and Transboundary Movement) Rules, 2008.
- (xxii) The Water (Prevention and Control of Pollution) Act, 1974 (read with Water (Prevention and Control of Pollution) Rules, 1975)
- (xxiii) The Air (Prevention and Control of Pollution) Act, 1981 (read with Air (Prevention and Control of Pollution) Rules, 1982)

I have also examined compliance with the applicable clauses Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc mentioned above.

2. I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

- 3. I further report that, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- 4. I further report that during the audit period the company has not taken major steps or enter into events having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

My report of even date is to be read along with this letter.

- 1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
- 2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
- 3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- 4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
- 6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

DHIREN R DAVE
COMPANY SECRETARY

Place : SURAT
Date : 14.08.2019

FCS : 4889
CP : 2496



ANNEXURE-4 TO DIRECTORS' REPORT**Part A****Particulars of Employee pursuant to Section 197 of the Companies Act, 2013 read with Rules 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- (1) Ratio of the Remuneration of each director to the median remuneration of the employees of the company for the financial year ended 31st March, 2019 and the percentage increase in remuneration of each Director, Chief Financial officer, Chief Executive officer, Company Secretary for the financial year ended 31st March, 2019:

Name of the Director/KMP	Remuneration received (In Rs.)	% Increase in Remuneration in F.Y 2018-19	Ratio to median remuneration
Mr. Narayan Sitaram Saboo (Director)	3,00,000	66.67%	1.44
Mr. Naresh Sitaram Saboo (Managing Director)	3,00,000	66.67%	1.44
Mr. Mohit Narayan Saboo (Director & CFO)	4,20,000	133.33%	2.02
Mr. Manish Narayan Saboo (Director)	4,20,000	133.33%	2.02
Mr. Sumit Das (Company Secretary)	2,83,736	17.24%	N.A.

No remuneration/ sitting fees paid to independent Directors during F.Y 2018-19.

- (2) During the financial year 2018-19, there was no increase in the median remuneration of employees.
 (3) There were 137 permanent employees on the rolls of the company as on 31st March, 2019.
 (4) During the financial year 2018-19, there was no increase in the salaries of employees other than the managerial personnel.
 (5) It is affirmed that the remuneration paid is as per remuneration policy of the company.

Part-B**Particulars of Employee pursuant to Section 197 of the Companies Act, 2013 read with Rules 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- a) Details of top ten employee in terms of gross remuneration paid during the year ended 31/03/2019:

Particulars	Shailendra Dikshit	Sanjay Shah	Suresh Phoolchand Jain	Nirupama Dikshit	Tejas Dhoot	Shamsher Kumar Pal	Kalikapratap Sivpratap Singh	Sambasivarao Kommirisetty	Amresh Ojha	Akhilesh Kulkarni
Designation of Employee	Ceo Production	Sr Manager - Marketing	Gm - Marketing	Senior Executive	Senior Executive	Senior Marketing Executive	Maintenance Head	Prod. Head	Area Sales Manager	Area Sales Manager
Remuneration 2018-19	2,610,000	1,020,000	1,010,004	990,000	900,000	840,000	744,000	715,200	612,000	600,000
Nature of Employment	Permanent	Permanent	Permanent	Permanent	Permanent	Permanent	Permanent	Permanent	Permanent	Permanent
Qualification & Experience	BE Chemical & 34 years experience	MBA (Marketing) from ITMS & 15 Year Experience in Building Material	B.Com & 15 Year Experience in Building Material	BSC.MA (ECO)	MBA MKT & 11 YEAR	B. Com. & 10 year	DIPLOMA Electrical & 39 years	Diploma in EC & 16 Years	MBA Marketing & 8 Years Experience in Building Material	MBA Marketing & 13 Year
Date of commencement of employment	01/11/15	01/04/17	09/07/18	01/11/15	12/03/13	10/05/12	07/04/15	26/07/13	21/04/16	10/05/18
Age	57 YEAR	35 YEAR	52 YEAR	56 YEAR	36 YEAR	41 YEAR	61 YEAR	37 YEAR	39 YEAR	38 YEAR
Last employment	HIL LTD	Illuminati Building solutions Pvt. Ltd. (Naman Group).	Shrinath Stones,	N.A.	Personal Business	Jvs comatsco ind pvt ltd	Ashwani Construction	Chandra Proteco Pvt Ltd	Bloom Dekor Ltd	IndusInd Bank
% of Equity shares held	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

- b) Employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than One crore and two lakh rupees: **(Nil) hence, Not Applicable**
- c) Employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month: **(Nil) hence, Not Applicable.**
- d) Employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole time director or manager and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the company: **(Nil) hence, Not Applicable.**



ANNEXURE-5 TO DIRECTORS' REPORT

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with companies (Accounts) Rules, 2014 are provided hereunder

A. CONSERVATION OF ENERGY:

Energy Conservation is an ongoing process in the Company. The Company continued its efforts to improve energy usage efficiencies and increase the share of renewable energy. Various key performance indicators like specific energy (energy consumed per unit of production), specific energy costs and renewable energy contributions were continuously tracked to monitor alignment with the Company's overall sustainability approach.

I. Steps taken or impact on conservation of energy:

To conserve and optimize the use of energy, the Company has been installing energy efficient blowers, vacuum pumps, backwater pumps and other equipment in all its plants. Energy efficient lighting system and modernized mechanical devices/systems were also installed for optimum usage of power. Strict controls are exercised in operation of the plants for optimum usage of Power and Fuel.

II. Steps taken for utilizing alternate sources of energy:

No alternative source of energy was used during the period under review.

III. Capital investment on energy conservation equipment during the year: NIL**B. TECHNOLOGY ABSORPTION:**

Your company is continuously endeavouring to upgrade its technology from time to time in all aspects primarily aiming at reduction of cost of production and improving the quality of the product.

I. Efforts made towards technology absorption: NIL**II. Benefits derived: NIL****III. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): N.A.**

- a. Details of Technology: N.A.
- b. Year of Import: N.A.
- c. Whether the technology has been fully absorbed: N.A.
- d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof – N.A.

IV. Expenditure incurred on Research and Development: NIL**C. FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The Company has not entered into any transaction outside the country during the year under review.

(₹ In Lakhs)

Particulars	31/03/2019	31/03/2018
Foreign Exchange Earning	-	-
Foreign Exchange Outgo	-	-



CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2019, in terms of Regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation").

1. CORPORATE GOVERNANCE PHILOSOPHY:

Your Company follows the principles of fair representation and full disclosure in all its dealings and communications. The Company's annual report, results presentations and other forms of corporate and financial communications provide extensive details and convey important information on a timely basis. Your company's philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operations and in all its interactions with its stakeholders, employees, government and lenders. The Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholders value, over a sustained period of time.

2. THE BOARD OF DIRECTORS:

(a) Board Composition:

The composition of the Board is in conformity with the provisions of the companies Act, 2013 and Regulation 17 of the Listing Regulations which inter alia stipulates that the board should have an optimum combination of Executive and Non-Executive Directors, with at least one woman director and not less than fifty per cent of the Board comprising of Non- Executive Directors and at least one-half comprising of Independent Directors for a Board Chaired by Executive Chairman.

Category	No. of Directors
Chairman & Executive Director (Promoter Director)	1
Managing & Executive Director (Promoter Director)	1
Executive Director & CFO	1
Non-Executive Director (Promoter Director)	1
Non-Executive & Independent Director's including a Woman Director	4

The Chairman of the Board of Directors is an Executive Director. The composition of the Board of Directors is in conformity with the Regulation 17 of the SEBI Listing Regulations.

The independent Directors do not have any pecuniary relationship or transaction either with the promoters/Management that may affect their Judgment in any manner. The Directors are experienced in business and corporate management. The Board consists of eminent persons with considerable professional expertise in various fields such as Administration, Banking, Law, Finance, Engineering etc. All Independent Directors of the Company qualify the conditions of their being independent.

The Board has identified the following skill set with reference to its Business and Industry, which are available with the Board:

Name of the Director	Expertise in specific functional area
Mr. Narayan Saboo	Bachelor of Law, Business Strategy and Corporate Management.
Mr. Naresh Saboo	Textile Industry and Export, Product Development,
Mr. Manish Saboo	Master in finance from Nottingham University, London
Mr. Mohit Saboo	Chartered Accountant
Mr. Dishant Jariwala	Chemical Engineer
Ms. Payal Loya	Diploma in Architecture
Mr. Premil Shah	Business Management
Mr. Sachit Gandhi	Practicing Chartered Accountant

(b) Number of Board Meetings:

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company.

During the Financial year ended 31st March, 2019, Board of Directors met Ten times on 03/04/2018, 02/05/2018, 21/05/2018, 25/05/2018, 10/07/2018, 13/08/2018, 03/11/2018, 12/01/2019, 13/02/2019 and 01/03/2019.

The maximum time gap between any two meetings did not exceed one hundred twenty days.

(c) Directors' Attendance Record and Directorships held:

Details of attendance of directors at Meeting of Board and number of Directorships and Chairmanships/ Memberships of Committee(s) in other companies as on 31st March, 2019 are given below:

Sr. No.	Name of Directors	Category #	Attendance at the Board Meetings (No. of Meetings Attended)	No. of Other Directorship *		No. of Committees of other companies in which Member \$ % *	No. of Committees of other companies in which Chairman \$ % *	Whether attended last AGM
				Indian Public Limited companies	Other Companies / LLPs			
1	Naresh Saboo	MD/PD/ED	10/10	3	5	2	0	Yes
2	Narayan Saboo	PD/ED	10/10	4	3	2	0	Yes
3	Manish Saboo	PD/NED	10/10	3	1	0	0	Yes
4	Mohit Saboo	ED/CFO	10/10	2	3	0	0	Yes
5	Dishant Jariwala	ID/NED	10/10	1	0	2	2	Yes
6	Payal Loya	ID/NED	10/10	2	0	2	1	Yes
7	Premil Shah	ID/NED	10/10	1	0	2	0	Yes
8	Sachit Gandhi	ID/NED	10/10	1	1	0	0	Leave of Absence

PD – Promoter Director; NED – Non-Executive Director; ID – Independent Non-Executive Director; ED – Executive Director, CFO – Chief Financial Officer, MD – Managing Director.

\$ Pursuant to Regulation 26 of Listing Regulation, for purpose of considering the limit of the committee in which directors are members/ chairman, all public limited companies, whether listed or not, are included, Private Limited companies, foreign companies and companies under section 8 of the Companies Act, 2013 are excluded.

% For the purpose of determination of the number of committees of other companies, chairpersonship and membership of only the Audit committee and the stakeholders Relationship committee have been considered.

* Including directorship in Bigbloc Construction Ltd / chairpersonship and membership of the Audit committee and the stakeholders Relationship Committee in Bigbloc Construction Ltd.

Note:

Mohit E-waste Private Limited - The Company has passed the resolution as on 11.02.2019 to get the name struck off from the Registrar of Companies, Ahmedabad. The Status of the Company is been under process of striking off by the respective, Registrar of Companies, Ahmedabad.

Other Listed Companies where Directors of the Company are Directors and their category of Directorship (as on 31st March, 2019):

Sr. No.	Name of the Director	Name of the Listed Company	Category of Directorship
1	Naresh Saboo	BIGBLOC CONSTRUCTION LIMITED MOHIT INDUSTRIES LIMITED MASK INVESTMENTS LIMITED	Executive, Managing Director Executive, Director Executive, Director
2	Narayan Saboo	BIGBLOC CONSTRUCTION LIMITED MOHIT INDUSTRIES LIMITED MASK INVESTMENTS LIMITED	Executive, Director Executive, Managing Director Executive, Director
3	Manish Saboo	BIGBLOC CONSTRUCTION LIMITED MOHIT INDUSTRIES LIMITED	Executive, Director Executive, Director & CFO
4	Mohit Saboo	BIGBLOC CONSTRUCTION LIMITED	Executive, Director & CFO
5	Dishant Jariwala	BIGBLOC CONSTRUCTION LIMITED	Non-Executive, Independent Director
6	Payal Loya	BIGBLOC CONSTRUCTION LIMITED MASK INVESTMENTS LIMITED	Non-Executive, Independent Director Non-Executive, Independent Director
7	Premil Shah	BIGBLOC CONSTRUCTION LIMITED	Non-Executive, Independent Director
8	Sachit Gandhi	BIGBLOC CONSTRUCTION LIMITED	Non-Executive, Independent Director

(d) Director Seeking appointment/reappointment:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Mohit Saboo, Director (DIN: 02357431) will retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment.



(e) Board Independence:

Our definition of 'Independence' of Directors is derived from, Regulation 16 of Listing Regulations and Section 149(6) of the Companies Act, 2013. Based on the confirmation / disclosures received from the Directors and on evaluation of the relationships disclosed, all Non-Executive Directors are Independent in terms of Regulation 16 of Listing Regulations and Section 149(6) of the Companies Act, 2013.

(f) Disclosure of relationships between Directors inter-se:

Mr. Narayan Saboo (Director) and Mr. Naresh Saboo (Managing Director) are brothers. Mr. Manish Saboo (Director) and Mr. Mohit Saboo (Director & CFO) is son of Mr. Narayan Saboo and nephew of Mr. Naresh Saboo.

(g) Familiarization program for Independent Directors:

The Company has conducted a Familiarization Program for Independent Directors. The details for the same have been disclosed on the website of the Company at www.bigbloconstruction.com/www.nxtbloc.in.

(h) Details of Equity shares held by Non-Executive Directors:

Mr. Manish Narayan Saboo, Non-Executive director hold 2,18,440 equity shares of the Company.

Mr. Sachit Gandhi, Non-Executive Independent director hold 6499 equity shares of the Company.

No other Non-Executive & Independent director hold any shares in the Company.

3. CODE OF CONDUCT:

The Company has laid down a code of conduct for all Board members and Senior Management personnel of the Company. The Code of Conduct is available on the website of the Company viz. www.bigbloconstruction.com/www.nxtbloc.in. The Board members and Senior Management personnel have affirmed compliance with the Code. A declaration to that effect signed by Mr. Naresh Saboo, (MD) and Mr. Mohit Saboo (CFO) forms part of this Report.

4. COMMITTEES OF THE BOARD:

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Chairman of the respective Committee informs the Board about the summary of the discussions held in the Committee Meetings. The Board has currently established the following statutory Committees.

- I. Audit Committee
- II. Nomination and Remuneration Committee
- III. Stakeholders Relationship Committee

Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

I. Audit Committee**a. Composition:**

An Audit Committee Comprise of Three Director They are as follows

Sr. No.	Name	Status
1	Mr. Dishant Jariwala	Chairman
2	Mr. Premil Shah	Member
3	Mr. Naresh Saboo	Member

b. Meetings:

Audit Committee met Six times during the financial year 2018-19 as under:

(1) 03/04/2018 (2) 21/05/2018 (3) 03/08/2018 (4) 13/08/2018 (5) 03/11/2018
(6) 13/02/2019

C. Attendance Record:

Sr. No.	Name of Members	Status	No. of Meetings held	No. of Meetings Attended
1	Mr. Dishant Jariwala	Chairman	6	6
2	Mr. Premil Shah	Member	6	6
3	Mr. Naresh Saboo	Member	6	6

The Company Secretary acted as the Secretary of the Committee. The maximum time gap between any two consecutive meetings did not exceed one hundred twenty days.

d. Terms of Reference:

The terms of reference of Audit Committee include overseeing the Company's financial reporting process and disclosure of financial information, reviewing with the management, the quarterly and annual financial



statements before submission to the Board for approval; reviewing with the management, the performance of Statutory and Internal Auditors and adequacy of internal control systems and all other roles specified under Regulation 18 of Listing regulations and as per Section 177 of the Companies Act, 2013 read with rules framed thereunder.

II. Nomination & Remuneration Committee

a. Composition:

Nomination & Remuneration Committee Comprise of three Directors. They are as follows

Sr. No.	Name	Status
1	Mr. Premil Shah	Chairman
2	Mr. Dishant Jariwala	Member
3	Ms. Payal Loya	Member

b. Meetings:

Nomination and Remuneration Committee met Six times during the financial year 2018-19 as under:

(1) 03/04/2018 (2) 21/05/2018 (3) 03/08/2018 (4) 13/08/2018 (5) 03/11/2018
(6) 13/02/2019

c. Attendance Record:

Sr. No.	Name of Members	Status	No. of Meetings held	No. of Meetings Attended
1	Mr. Premil Shah	Chairman	6	6
2	Mr. Dishant Jariwala	Member	6	6
3	Ms. Payal Loya	Member	6	6

d. Term of Reference:

- Determine/ recommend the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board and Identify candidates who are qualified to become Directors and who may be appointed in the Committee and recommend to the Board their appointment and removal;
- Review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonuses, stock options, pension etc;
- Review and determine fixed component and performance linked incentives for Directors, along with the performance criteria;
- Determine policy on service contracts, notice period, severance fees for Directors and Senior Management;
- Formulate criteria and carry out evaluation of each Director's performance and performance of the Board as a whole;
- Structure and design a suitable retaining Policy for board and senior management team.

e. Remuneration Policy:

The detailed Remuneration Policy of the Company has been provided in the Board's Report, which forms part of the Annual report.

f. Details of Remuneration paid to the Directors during financial year 2018-19:

During the financial year ended 31st March, 2019, the Directors of the Company.

Sr. No.	Name of Director	Salary & Perquisites (₹)	Commission (₹)	Total Remuneration (₹)
1	Mr. Narayan Sitaram Saboo	3,00,000.00	0.00	3,00,000.00
2	Mr. Naresh Sitaram Saboo	3,00,000.00	0.00	3,00,000.00
3	Mr. Mohit Narayan Saboo	4,20,000.00	0.00	4,20,000.00
4	Mr. Manish Narayan Saboo	4,20,000.00	0.00	4,20,000.00

No commission has been paid to the Independent directors.

There has been no material pecuniary relationship or transactions between the company and Non-Executive Independent Directors, during financial year 2018-19.



III. Stakeholders Relationship Committee**a. Composition:**

The Shareholders/Investors Grievance & Stakeholders Relationship Committee Comprise of three Director

Sr No.	Name	Status
1	Mr. Dishant Jariwala	Chairman
2	Mr. Premil Shah	Member
3	Mr. Naresh Saboo	Member

b. Meetings:

Shareholders/Investors Grievance & Stakeholders Relationship Committee held Six Meeting during Financial Year 2018-19 which as follows:

(1) 03/04/2018 (2) 21/05/2018 (3) 03/08/2018 (4) 13/08/2018 (5) 03/11/2018
(6) 13/02/2019

c. Attendance Record:

Attendance Record of each member of Shareholders/Investors Grievance & Stakeholders Relationship Committee during Financial Year 2018-19

Sr No.	Name	Status	No. of Meetings held	No. of Meetings Attended
1	Mr. Dishant Jariwala	Chairman	6	6
2	Mr. Premil Shah	Member	6	6
3	Mr. Naresh Saboo	Member	6	6

Name & Designation of Compliance Officer:

Mr. Sumit Das, Company Secretary of the Company acts as the Compliance Officer of the Company.

d. Terms of Reference:

The Committee ensures cordial investor relations and oversees the mechanism for redressal of investors' grievances. The Committee specifically looks into redressing shareholders'/ investors' complaints/ grievances pertaining to share transfers, non-receipt of annual reports, non-receipt of dividend and other allied complaints. This Committee delegated most of its functions to Registrar and Transfer Agents i.e. "Adroit Corporate Service Private Limited and has periodic interaction with the representatives of the Registrar and Transfer Agent of the Company. The Committee performs the following functions:-

- Noting Transfer/Transmission of shares.
- Review of Dematerialization / Rematerialization of shares.
- Issue of new and duplicate share certificates.
- Registration of Power of Attorneys, Probate, Letters of Transmission or similar other documents.
- Monitor expeditious redressal of investor grievance matters received from Stock Exchange(s), SEBI, ROC, etc;
- Monitors redressal of queries/complaints received from members relating to transfers, non-receipt of Annual Report, dividend, etc.
- All other matters related to shares.

Status of Share Holders complaints During Financial year 2018-19

1	Number of Pending Complaints at the beginning of the Financial Year	Nil
2	Number of Complaints received during the Financial Year	Nil
3	Number of Complaints resolved during the Financial Year	Nil
4	Number of Complaints not solved to the satisfaction of Shareholders	Nil
5	Number of Complaints pending at the end of the Financial Year	Nil

There were no complaints, which were pending as on March 31, 2018

IV. INDEPENDENT DIRECTORS' MEETING:

During the year under review, the Independent Directors met on 01st March, 2019, inter alia, to discuss:

- Evaluation of performance of Independent Directors and the Board of Directors as a whole;
- Evaluation of performance of Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.



5. GENERAL BODY MEETING:

Year	Date	Venue	Time	Special Business Transacted	
2016 (1st AGM)	27.09.2016	A/601-B, International Trade Centre, Majura Gate, Ring Road, Surat 395002	11.00 a.m.	(1)	Service of documents u/s 20 of the Companies Act, 2013 for delivery of documents in a particular mode.
				(2)	To adopt new set of Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.
2017 (2nd AGM)	18.09.2017	A/601-B, International Trade Centre, Majura Gate, Ring Road, Surat 395002	10.30 A.M.	(1)	To Appoint Mr. Manish Saboo as an Non-Executive Director of the Company. (passed as on Ordinary Resolution)
				(2)	To Appoint Mr. Premil Shah as an Independent Director of the Company for Period of 5 Years. (passed as on Ordinary Resolution)
2018 (3rd AGM)	28.09.2018	204, 2nd Floor, Jay Sagar Complex, Behind J.K. Tower, Near Sub-Jail, Khatodara, Surat – 395002, Gujarat	04.00 P.M.	(1)	To Appoint Mr. Sachit Gandhi as a Non-Executive Independent Director of the Company. (Passed as on Ordinary Resolution)

Postal Ballot

During the financial year 2018-19, Members at its meeting held on Monday 14th May, 2018 by way of Postal Ballot has approved to issue of Convertible Warrants on preferential Allotment basis to Promoter group.

6. DISCLOSURE:**a) Related Party Transaction**

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant related party transactions made by the Company with its Promoters, Directors or Management, their relatives, etc. that may have potential conflict with the interest of the Company at large. The transactions with related parties as per requirements of Indian Accounting Standard (IND AS-24) – 'Related Party Disclosures' are disclosed in Note No. 37 of Notes to Accounts in the Annual Report. As required under Regulation 23(1) of the Listing Regulation, the Company has formulated a policy on dealing with Related Party Transactions. The Policy is available on the website of the Company viz. www.bigbloconstruction.com / www.nxtbloc.in. None of the transactions with Related Parties were in conflict with the interest of the Company.

b) Statutory Compliances by the Company:

There has been no instance of non-compliance by your Company on any matter related to capital markets during the year under review and hence no strictures/penalties have been imposed on your Company by the Stock Exchanges or the SEBI or any statutory authority.

c) Accounting Treatment:

The company has followed the guidelines of accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

d) Risk Management:

The Company has in place mechanism to inform Board members about the risk assessment and minimization procedures and periodical reviews to ensure that risk is controlled by the executive management through the means of a properly defined framework. The Audit Committee, which has been designated by the Board for the purpose, reviews the adequacy of the risk management framework of the Company, the key risks associated with the Businesses of the Company and the measures and steps in place to minimize the same, and Thereafter the details are presented to and discussed at the Board Meeting.

e) A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority

The Certificate from Company Secretary in Practice is annexed herewith as a part of the report.

f) Whistle blower policy:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulation, the Board of Directors of the Company has formulated a Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in



exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website viz. www.bigbloconstruction.com/www.nxtbloc.in.

g) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

Details relating to the fees paid to statutory Auditor for the Standalone Financial Statements and Consolidated Financial Statements are given under Note 32.

h) Disclosure Under Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal), Act, 2013

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. Your Directors further state that during the year under review, No complaint was received from any employee during F.Y 2018-19 and hence no complaint is outstanding as on 31st March, 2019 for redressal.

i) Policy for Material Subsidiaries:

In accordance with the provisions of the Listing Regulations, the Company has framed a policy for Material Subsidiaries in order to determine the Material Subsidiaries and to provide governance framework for such subsidiaries. The said policy has been placed on the website of the Company www.bigbloconstruction.com/www.nxtbloc.in.

j) Details of Compliance with Mandatory requirements and adoption of Non-mandatory / discretionary requirements:

The Company has complied with all the mandatory requirements of the Listing Regulations.

k) The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub – regulation (2) of Regulation 46 of the Listing Regulations.

l) This corporate governance report of the Company for the financial year ended as on March 31, 2019 is in compliance with the requirements of Corporate Governance under Listing Regulations.

7. MEANS OF COMMUNICATION:

Quarterly Result	The Unaudited Quarterly Results are announced within 45 days from the end of the quarter and the Annual Audited Results are announced within 60 days from the end of the financial year as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
Newspapers wherein results normally published	The Financial Express (English Newspapers having nationwide circulation and & one in Gujarati newspaper)
Any website, where displayed	www.bigbloconstruction.com / www.nxtbloc.in
The Company's website also displays official News releases.	
No Presentations were made to Institutional Investors or to Analyst during the year under review.	

8. GENERAL SHAREHOLDERS INFORMATION:

(i)

ANNUAL GENERAL MEETING	
Day, Date and Time	Monday, 30th September, 2019 at 4.00 P.M.
Venue	204, 2nd Floor, Jay Sagar Complex, Behind J.K Tower, Near Sub-Jail, Khatodara, Surat 395002, Gujarat
Financial year	April 01, 2018 to March 31, 2019
Date of Book Closure	Tuesday September 24, 2019 to Monday September 30, 2019 (Both days inclusive)
Tentative Calendar for Financial Year ending March 31, 2020 The tentative dates for Board Meetings for consideration of quarterly financial results are as follows:	
First Quarter Result (30th June 2019)	On or before 14th August, 2019
Second Quarter Result (30th Sep 2019)	On or before 14th November 2019
Third Quarter Result (31st Dec 2019)	On or before 14th February 2020
Fourth Quarter and Year Ended result (31st March 2020)	On or before 30th May 2020

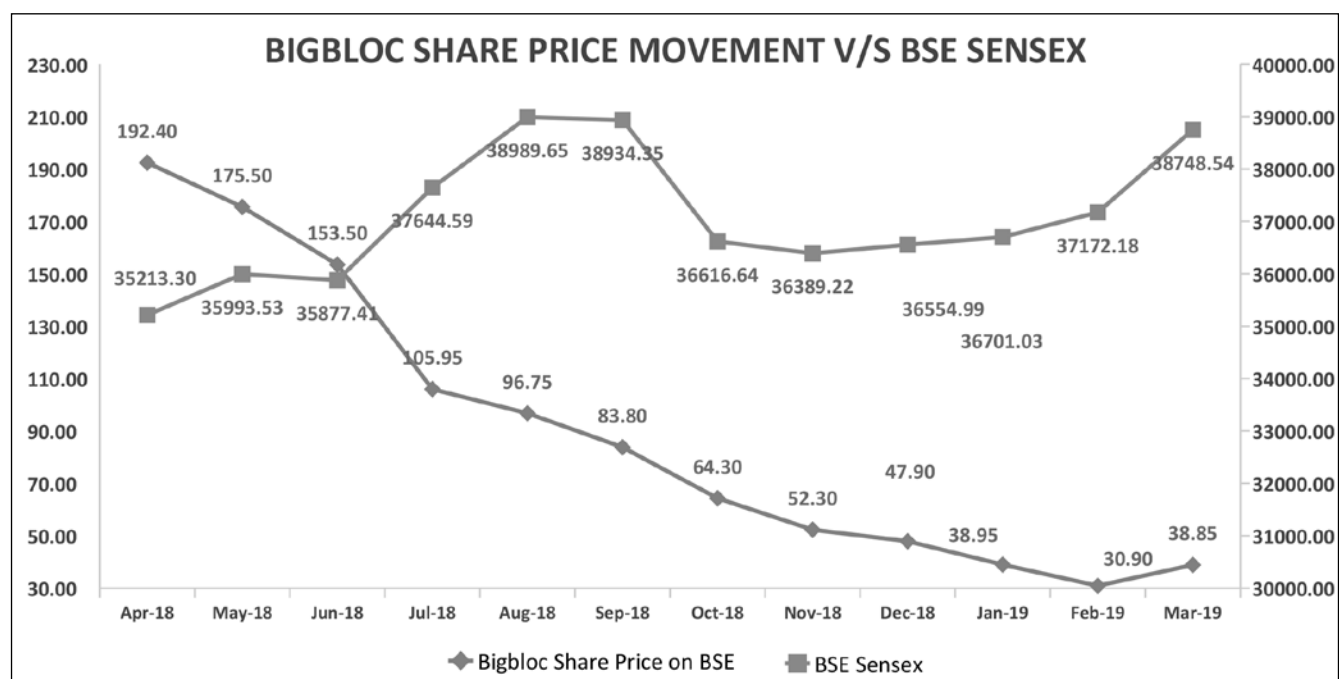


Listing of Equity	<p>(1) BSE Limited (BSE), 1st Floor, P J Tower, Dalal Street, Mumbai - 400 001.</p> <p>(2) National Stock Exchange of India Limited (NSE), Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051.</p>
Bombay Stock Exchange (BSE)	540061
National Stock Exchange (NSE)	BIGBLOC
ISIN for CDSL & NSDL	INE412U01017
The Annual Listing fees for Financial Year 2018-19 have been paid to both the Exchanges. The Securities of the Company have not been Suspended from trading during the Financial Year.	

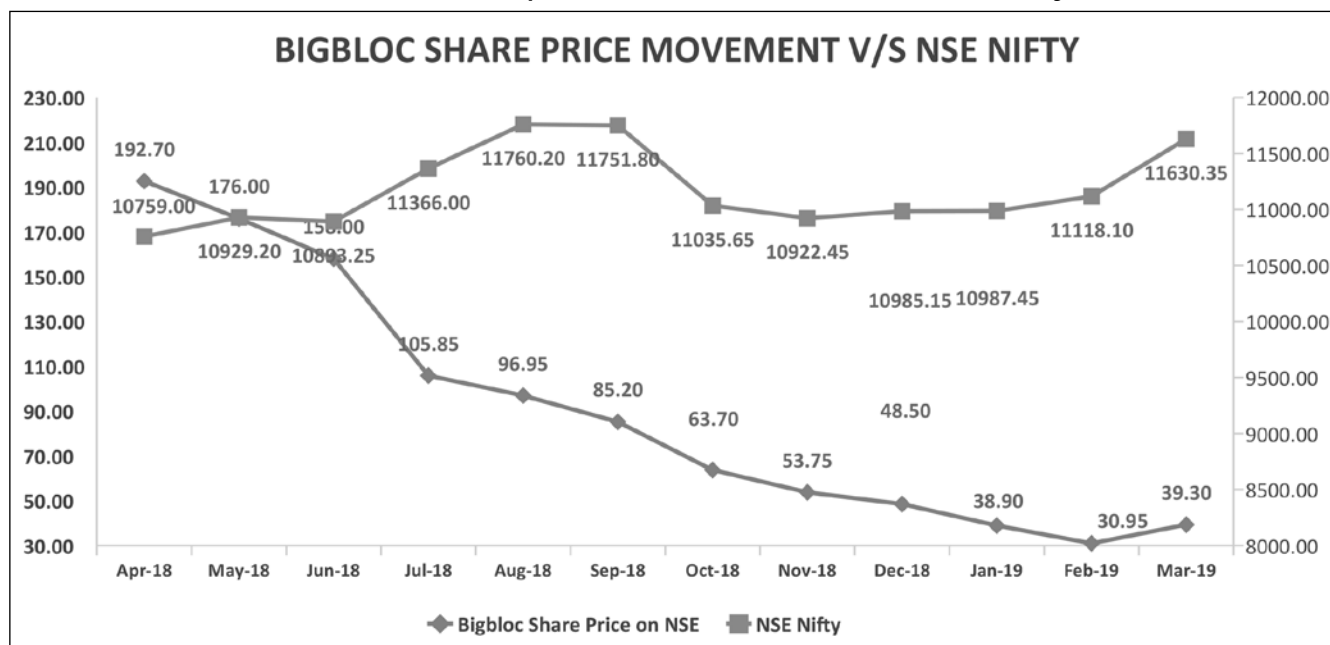
(ii) **Stock Market Price Data:**

The monthly high and low prices and volumes of shares of the Company at BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) for the year ended 31st March, 2019 are as under:

Month	Bombay Stock Exchange Limited			National Stock Exchange of India Ltd.		
	High Price	Low Price	No. of Shares (Volume)	High Price	Low Price	No. of Shares (Volume)
April 2018	192.40	163.00	299,280	192.70	161.80	1,204,463
May 2018	175.50	112.25	345,360	176.00	111.15	1,059,116
June 2018	153.50	93.10	413,735	158.00	92.40	2,095,412
July 2018	105.95	78.00	356,191	105.85	75.30	1,781,292
Aug 2018	96.75	78.25	51,518	96.95	76.00	219,214
Sept 2018	83.80	60.50	148,536	85.20	61.50	502,297
Oct 2018	64.30	43.45	102,117	63.70	42.70	471,321
Nov 2018	52.30	43.75	132,062	53.75	44.00	293,674
Dec 2018	47.90	34.45	406,153	48.50	33.00	488,667
Jan 2019	38.95	27.40	71,235	38.90	27.80	210,152
Feb 2019	30.90	25.70	5,961	30.95	24.50	64,193
Mar 2019	38.85	31.35	2,773	39.30	30.00	150,592

Performance in comparison to board-based indices viz. BSE SENSEX

Performance in comparison to board-based indices viz. NSE Nifty



(iii) Registrar and Share Transfer Agent:

Adroit Corporate Service Private Limited

19-20, Jaferbhoy Industrial Estates, Makwana Road, Marol naka, Andheri (East) Mumbai- 400059.

Ph: +91-22- 42270400 / 28596060 / 28594060 | Fax: +91-22-28503748 | Email: info@adroitcorporate.com

In-House Share Transfer Registered with SEBI as Category I Share Transfer Agent vide Reg. No. INR000002227

(iv) Share Transfer system:

All share transfer and other communications regarding share certificates, dematerialization request, transmission, change of address, dividends, etc. should be addressed to Registrar and Transfer Agents. Shareholders/Investor Grievance Committee is authorized to approve transfer of shares in the physical segment. The Shareholders/Investor Grievance and Share Transfer Committee have delegated the authority for approving transfer and transmission of shares and other related matters to the Managing Director of the Company. Such transfers take place on fortnightly basis. A summary of all the transfers/ transmissions etc. so approved by Managing Director of the Company is placed at every Committee meeting. All Share Transfer, Transmission, Duplicate issue of Shares in physical form and request for dematerialization of securities of the company are completed/processed within statutory time limit from the date of receipt, provided the documents meet the stipulated requirement of statutory provisions in all respects. Pursuant to Regulation 40(9) of the Listing Regulations, certificates, on half-yearly basis have been issued by a Company Secretary-in-Practice for due compliance of Share transfer formalities by the Company. Pursuant to SEBI (Depositories and Participants) Regulation, 1996, certificates have been received from a Company Secretary-in-Practice for timely dematerialization of Shares and for reconciliation of the Share Capital of the Company on a quarterly basis.

(v) Distribution of Shareholding as on 31st March 2019:

No. of equity shares held	No. of Shareholders	% of shareholders	No. of shares held	% Shareholding
Upto-500	2238	83.69	289,988	2.05
501-1000	190	7.11	157,855	1.11
1001-2000	92	3.44	134,248	0.95
2001-3000	35	1.34	90,954	0.64
3001-4000	17	0.63	61,486	0.43
4001-5000	18	0.66	82,215	0.58
5001-10000	21	0.78	165,329	1.17
10001 & above	63	2.35	13,175,500	93.07
TOTAL	2674	100.00	14,157,575	100.00



(vi) Categories of Shareholding as on 31.03.2019

Category	No. of shareholders	% of Total shareholders	Number of shares	% of Total Shares
Promoters	15	0.57	9,752,139	68.88
Private Corporate bodies	80	3.06	1,824,251	12.88
NRIs	41	1.57	80,332	0.57
Clearing Members	6	0.23	2,869	0.02
Trust	2	0.07	5,001	0.04
Indian Public	2469	94.50	2,492,983	17.61
TOTAL	2,613	100.00	1,41,57,575	100.00

(vii) Dematerialization of Shares and Liquidity:

About 99.78% of the Equity shares were in dematerialized form as on March 31, 2019. The equity shares of the Company are traded at BSE Limited (BSE) and National Stock Exchange of India Ltd. (NSE).

Physical and Demat Shares as on 31st March, 2019			
	No. of Shareholders	No. of Shares	% of Shares
Shares held by CDSL	1316	6,328,661	44.70
Shares held by NSDL	1299	7,797,382	55.08
Physical Shares	59	31,532	0.22
TOTAL	2674	1,41,57,575	100.00

(viii) Outstanding GDRs/ADRs/Warrants or any Convertible Instrument, Conversion date and Likely impact on equity:

The Board of Directors at its meeting held on May 25, 2018, approved the allotment of 500,000 Convertible warrants (Convertible into equivalent numbers of equity shares) at an issue price of Rs. 180/- per warrant on preferential basis to below mentioned allottees belonging to promoter group.

Name of Allottees	No. of Convertible Warrants Allotted
Naresh Sitaram Saboo	2,50,000
Sitaram Nandlal Saboo HUF	1,00,000
Mohit Yarns Limited	1,50,000

The company has received the upfront payment of 25% of total consideration of convertible warrant from each allottees as prescribed under Regulation 77 of SEBI (ICDR) Regulations. Each warrants are convertible into Equity Shares of Rs.10/- each within 18 months from the date of allotment of warrant. Consequent to the issue of convertible warrants by the Company; as on date there is no change in the paid up equity share capital of the Company.

(ix) Plant Location:**Umargaon Plant**

Survey No. 279/7, Paikie 1, 2, Manda Khatalwada Rd.,
Khatalwada, Umargaon, Dist. Valsad, (Gujarat) India

(x) Address of Correspondence**BIGBLOC CONSTRUCTION LIMITED:**

A/601/B, International Trade Centre, Majura Gate, Ring Road, Surat 395002, Gujarat

Ph : +91-0261-2463261/62/63 Fax : +91-0261-2463264

Email : bigblockconstructionltd@gmail.com / cs_sumit@nxtbloc.in



DECLARATION BY MANAGING DIRECTOR REGULATION 34(3) PART D OF THE SEBI LISTING REGULATIONS

To,
The Members
Bigbloc Construction Limited

I hereby declare that all the Directors and the designated employees in the Senior Management of the Company have affirmed compliance with their respective codes for the financial year ended March 31, 2019.

Place : Surat
Date : 14.08.2019

For Bigbloc Construction
Limited
Naresh Saboo
Managing Director

C. S. CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Member of
Bigbloc Construction Limited

I have examined the compliance of conditions of Corporate Governance by Bigbloc Construction Limited (the Company) for the year ended March 31, 2019, as stipulated in regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraph C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the company's management. My examinations were limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations and none of the directors on the board of the company for the financial year ended on 31st March 2019 have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Surat
Date : 14.08.2019

Dhiren R. Dave
Company Secretary
M. No. FCS 4889
C.P. No. 2496

CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,
The Board of Directors,
Bigbloc Construction Limited

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Bigbloc Construction Limited ("the Company"), to the best of our knowledge and belief certify that:

- a) We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2019 and to the best of our knowledge and belief, we state that:
 - I. These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
 - II. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- d) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- e) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
 - I. Significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements; and
 - II. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting
 - III. Significant changes in internal control over financial reporting during the year

Place : Surat
Date : 14.08.2019

Naresh Saboo
Managing Director
DIN No. 00223350

Mohit Saboo
CFO & Director
DIN No. 02357431



MANAGEMENT DISCUSSION & ANALYSIS REPORT

ECONOMIC REVIEW

The global economy continues to face challenges such as escalation of U.S. – China trade relations, macroeconomic stress in Turkey and Argentina, auto sector disruptions in Germany, normalization of monetary policies with financial tightening in advance economies. As per the finance Minister, Ms. Nirmala Sitharaman tabled the Economic Survey 2018-19 on July 4, 2019.

- **Gross Domestic Product (GDP):** The Central Statistics Office (CSO) has estimated the GDP growth to be 6.8% in 2018-19 as compared to 7.2% in 2017-18. The GDP growth in 2016-17 was 8.2%. In 2018-19, the agriculture and industry sectors are expected to grow at 2.9% and 6.9% respectively, while the service sector is estimated to grow at 7.5%.
- **Inflation:** The Consumer Price Index (CPI) based inflation declined from 3.6% in 2017-18 to 3.4% in 2018-19. This decline was mainly due to low food inflation. The Wholesale Price Index (WPI) based inflation increased from 3.0% in 2017-18 to 4.3% in 2018-19.
- **Current Account Deficit (CAD) and fiscal deficit:** India's CAD increased from 1.9% of GDP in 2017-18 to 2.6% of GDP in 2018 (April-December). This has been attributed to an increase in international crude oil prices. The fiscal deficit for 2018-19 stood at 3.4% and the primary deficit for the year was 0.3% of GDP (primary deficit is the fiscal deficit excluding the interest payments).
- **Industrial growth:** The overall industrial sector growth was 6.9% as per the estimate of national income for 2018-19. This was higher than the industrial growth in 2017-18 at 5.9%. The manufacturing sector experienced a growth of 6.9% during 2018-19. The contribution of industry to the GVA was 29.6% in 2018-19.
- **Infrastructure:** India needs to spend USD 200 billion annually on its infrastructure, but has been able to spend only USD 100-110 billion annually. As per the current trend, India can raise around USD 3.9 trillion. There is an urgent need to increase the flow of private capital into infrastructure. Private investment in infrastructure mainly comes in the form of PPPs. However, the sector has been facing challenges due to lack of dispute resolution.
- **Service Sector:** The services sector contributed 54.3% to India's GVA in 2018-19. As per the CSO the growth of the services sector is expected to be 7.5% in 2018-19 as compared to 8.1% in 2017-18. In 14 states, services contribute to more than half of the gross state value added. India ranked ninth in the world in terms of size of the services sector in 2017. Share of employment of services sector is at 34%, which is significantly lower than its share in GVA.

INDUSTRY STRUCTURE & DEVELOPMENT

Infrastructure sector is a key driver for the Indian economy. The sector is highly responsible for propelling India's overall development and enjoys intense focus from Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country. With the improvement in the economic scenario, there have been various investments in various sectors of the economy. The M&A activity in India reached record US\$ 129.4 billion in 2018 while private equity (PE) and venture capital (VC) investments reached US\$ 20.5 billion. Some of the important recent developments in Indian economy are as follows:

- During 2018-19 (up to February 2019), merchandise exports from India have increased 8.85 per cent year-on-year to US\$ 298.47 billion, while services exports have grown 8.54 per cent year-on-year to US\$ 185.51 billion.
- Nikkei India Manufacturing Purchasing Managers' Index (PMI) reached a 14-month high in February 2019 and stood at 54.3.
- Net direct tax collection for 2018-19 had crossed Rs 10 trillion (US\$ 144.57 billion) by March 16, 2019, while goods and services tax (GST) collection stood at Rs 10.70 trillion (US\$ 154.69 billion) as of February 2019.
- Proceeds through Initial Public Offers (IPO) in India reached US\$ 5.5 billion in 2018 and US\$ 0.9 billion in Q1 2018-19.
- India's Foreign Direct Investment (FDI) equity inflows reached US\$ 409.15 billion between April 2000 and December 2018, with maximum contribution from services, computer software and hardware, telecommunications, construction, trading and automobiles.
- India's Index of Industrial Production (IIP) rose 4.4 per cent year-on-year in 2018-19 (up to January 2019).
- Consumer Price Index (CPI) inflation stood at 2.57 per cent in February 2019.
- Net employment generation in the country reached a 17-month high in January 2019.

GOVERNMENT INITIATIVES

The interim Union Budget for 2019-20 was announced by Mr. Piyush Goyal, Union Minister for Finance, Corporate Affairs, Railways and Coal, Government of India, in Parliament on February 01, 2019. It focuses on supporting the needy farmers, economically less privileged, workers in the unorganised sector and salaried employees, while continuing the Government of India's push towards better physical and social infrastructure. Total expenditure for 2019-20 is budgeted at ₹ 2,784,200 crore (US\$ 391.53 billion), an increase of 13.30 per cent from 2018-19 (revised estimates).

Some of the recent initiatives and developments undertaken by the government are listed below:

- In February 2019, the Government of India approved the National Policy on Software Products – 2019, to develop the country as a software hub.
- The National Mineral Policy 2019, National Electronics Policy 2019 and Faster Adoption and Manufacturing of (Hybrid) and Electric Vehicles (FAME II) have also been approved by the Government of India in 2019.
- Village electrification in India was completed in April 2018. Universal household electrification is expected to be achieved by March 2019 end.
- The Government of India released the maiden Agriculture Export Policy, 2018 which seeks to double agricultural exports from the country to US\$ 60 billion by 2022.
- Around 1.29 million houses have been constructed up to December 24, 2018, under Government of India's housing scheme named Pradhan Mantri Awas Yojana (Urban).



- Prime Minister's Employment Generation Programme (PMEGP) will be continued with an outlay of Rs 5,500 crore (US\$ 755.36 million) for three years from 2017-18 to 2019-20, according to the Cabinet Committee on Economic Affairs (CCEA).
- Incentives Programmes launched:
 - A city challenges competition was held under the 100 smart cities missions with an intension to achieve infrastructure development.
 - Atal Mission for Rejuvenation and Urban Transformation (AMRUT) is a mission which concentrates on providing basic infrastructure facilities.
 - Swachh Bharat Mission established to promote healthy sanitation practices.
 - Heritage City Development and Augmentation Yojana (HRIDAY) focuses on revitalizing the Indian heritage sites.
 - The Real Estate (Regulation & Development) Act, 2016 has been the shining star of Infrastructure Sector.

AAC (AUTO-CLAVE AERATED CONCRETE) BLOCKS BUSINESS:

HOUSING FOR ALL

- The ministry of housing and urban development (MoHUA) expects to meet the target of constructing around 1.12 crore houses under the Pradhan Mantri Awas Yojana (PMAY) by early next year, which is two years before its scheduled deadline of 2022.

The committee for monitoring and sanctioning of projects under 'Housing for All', which is chaired by MoHUA secretary, has so far sanctioned 84 lakh housing units. Around 24 lakh houses have been delivered and work has begun on another 48-50 lakh units, housing and urban development minister Hardeep Singh Puri said at the National Real Estate Development Council's national convention.

"The 2022 target of a pucca home with basic facilities in the name of lady of every household in the country will be achieved two years in advance. We had earlier calculated 1 crore houses till 2022, but we later revised our assessment and revised the target to 1.12 crore houses," Puri said.

Speaking to reporters on sidelines of the event, he said there are around 48-50 lakh houses which are currently grounded (construction starting), but this number will also rise to 75 lakh.

- The state government has approved 460 affordable residential projects comprising 8.29 lakh units to provide a much-needed boost to the low-cost housing segment in Maharashtra. The projects will be undertaken by the Maharashtra Housing Area Development Authority (MHADA) and nearly 62 private builders where the latter will contribute with nearly 2.5 lakh affordable housing units.

The move aims at meeting the target of 19.40 lakh low-cost units in the state by 2022, officials from the state housing department said. "The units will be built under the Pradhan Mantri Awas Yojana (PMAY) and would mostly come up in Pune and Mumbai metropolitan regions, besides Kolhapur and Nagpur," they added.

AAC INDUSTRY IN INDIA "AN ECOFRIENDLY INITIATIVE FOR THE CONSTRUCTION INDUSTRY"

AAC became much popular gradually all over the world. Now AAC is one of the most ideal and environment friendly building materials. For environmentally conscious AAC Blocks means eco-friendly products and for those who occupy buildings built with AAC blocks it means better safety and lower energy costs for cooling or heating.

OPPORTUNITY & STRENGTH

- Government pushing for use of AAC Blocks by various government schemes where the AAC Blocks consumed.
- In spite of Real Estate (Regulation and Development) Act, 2016, Company's revenue has not been affected, due to high focus on improvement in internal efficiencies.
- Rejection rate in Bricks is 10-15% higher than AAC. In addition, 9 Bricks equals 1 AAC block, therefore rejection rate is further lower for AAC.
- Product used in Toilet Schemes, Pradhan Mantri Awas Yojana (PMAY), Government Krishi kalyan Abhiyaan Projects and many Other Places.
- Conserves natural resources and decreases air pollution as well as Earthquake Resistance
- Better Quality employment creation and Reduction of Dependence on fossil fuels.
- **Demand for world-class infrastructure** in India.
- **"Make in India"** initiative would demand good infrastructure specifically roads, railways, etc thus increase in demand for AAC blocks.
- Government's **"100 smart cities"** initiative.
- Higher budgetary allocation for infrastructure sector.
- **"Housing for All by 2022"**

RISK AND CONCERN

- High transportation Cost and rising fuel costs
- Lack of entry barrier attracting new entrant into line of business
- Implementation of Real Estate (Regulation and Development) Act, 2016, involved lots of compliances as well as mandatory registration, Difficult for small builders to survive.
- Natural Calamities.



BUSINESS OUTLOOK

Your Company has acquired a new company i.e. Starbigbloc Building Material Private Limited (formerly known as Hilltop Concrete Private Limited) as a wholly owned Subsidiary Company. Our existing annual production capacity is 500,000 cubic meter. One is located at Umargaon, Dist. - Valsad to cater South Gujarat & Maharashtra Markets with annual production capacity of 300,000 Cubic Meter and other Plant is located at Kapadvanj to cater North Gujarat, Madhya Pradesh and Rajasthan with annual production capacity of 200,000 Cubic Meter.

Currently, we are supplying in big projects of GHB Projects, Ahmedabad, M.P. Police Housing & Infra. Development Corporation Ltd. Bhopal projects PWD PIU, Bhopal, CPWD IIT Campus Project, Indore, Lodha, Regency Nirman, Adani, PSP Projects, Larsen & Toubro and many other big construction companies of India.

COMPANY'S FINANCIAL PERFORMANCE

PARTICULARS	(₹ in Lakhs)	
	31.03.2019	31.03.2018
Net Sales	9506.41	7145.43
PBIDT	881.32	1212.21
Finance Cost	355.57	317.33
Depreciation	328.98	296.58
Profit before taxation & Exceptional items	196.77	598.30
Exceptional items	--	--
Tax Expense	48.26	198.56
Net profit	148.51	399.74
Earning Per Shares	1.05	2.82

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorised, recorded and reported correctly. The internal control is exercised through documented policies, guidelines and procedures. It is supplemented by an extensive program of internal audits conducted by in house trained personnel. The audit observations and corrective action taken thereon are periodically reviewed by the audit committee to ensure effectiveness of the internal control system. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of persons.

RISK MANAGEMENT

Risk is inherent in all kinds of business and is an integral part of the textile business. In the normal course of business, a company is exposed to various risks like Credit risk, Market risk and Operational risk, besides other residual risks such as Liquidity risk, Interest rate risk, Regulation risk etc. With a view to efficiently manage such risks, your Company has put various risk management system and practices. Your Company aims at enhancing and maximizing shareholders value by achieving appropriate balance between risks and returns. The risk management strategy adopted by your Company is clearly based on a clear understanding of the risk and the level of the risk appetite and that is dependent on the willingness to take the risk in the normal course of business. Various committees operate within the broad policy framework to ensure and enhance the risk control and governance framework.

HUMAN RESOURCES/ INDUSTRIAL RELATIONS

The Company's HR philosophy is to establish and build a high performing organization, where each individual is motivated to perform to the fullest capacity: to contribute to developing and achieving individual excellence and departmental objectives and continuously improve performance to realize the full potential of our personnel. The Company is giving direct employment to 137 employees and workers. Industrial relations are cordial and satisfactory.

ENVIRONMENT, HEALTH AND SAFETY

Your Company is fully committed to the safety, health and well-being of its employees and to minimizing the environmental impact on its business operations. A safe and healthy environment is maintained, and appropriate steps are taken with the object of minimizing the environmental impact on all processes and practices. The Company has a range of policies, including on quality, safety and health aspects to guide the employees work practices, actions and decisions. The Company strives to continuously improve the effectiveness of its policies and the employees are encouraged to contribute their mite in this direction. All employees are obliged to ensure that they fully understand all policies and do fully comply with the requirements.

Disclaimer Statement

The discussion contains forward-looking statements and reflects our current views with respect to future events and financial performance. Actual results may differ materially from those anticipated in these forward-looking statements. No representation is made on the accuracy and comprehensiveness through the same is based on sources believed to be reliable. Utmost care has been taken to ensure that the opinions expressed by us herein contain our view on the significant events having impact on the Company's operations but it is not exhaustive.



INDEPENDENT AUDITOR'S REPORT

To,
The Members of
BIGBLOC CONSTRUCTION LIMITED

Report on the Audit of the Standalone Financial Statements**Opinion**

We have audited the accompanying standalone financial statements of **Bigbloc Construction Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, *except for the effects of matter described in the 'Basis of Qualified Opinion' Paragraph below*, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2019 and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis of Qualified Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

The company has not provided for Post-Employment Benefits and other long term employee benefits under Defined Benefit Plans on accrual basis but provides the same as and when they become due for payment. This method of accounting of Post-Employment Benefits and other long term employee benefits under Defined Benefit Plans is in deviation with Ind AS - 19 on Employee Benefits. As there is no actuarial report or basis of calculation available with the management of such Post-Employment Benefits and other long term employee benefits, the quantum of deviation cannot be ascertained. If the company had followed the method accounting as per Ind AS - 19, then employee benefit expense would have increased and correspondingly Profit for the period would have reduced.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	Recoverability / Refund of Indirect tax receivables As at March 31, 2019, Current assets in respect of withholding tax and others includes GST Credit and Disputed stamp duty payment totaling to Rs. 128.39 Lakhs. Refer Note 12 to the Standalone Financial Statements.	Principal Audit Procedures: We have involved our internal experts to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution.



2	<p>Transactions with related parties</p> <p>Starbigbloc Building Material Pvt. Ltd. (wholly owned subsidiary):</p> <ul style="list-style-type: none"> • Purchase of Goods of Rs. 1937.10 Lakhs; • Advances given against supplies of goods of Rs. 445 lakhs; • Sale of Goods of Rs. 12.32 Lakhs; • Loans given outstanding of Rs. 1082.02 Lakhs; and • Interest received on loans given of Rs. 90.31 Lakhs. <p>We considered the related party transactions to be significant to the audit as the risk is that if these transactions are not conducted at arm's length, and/or the accounting treatment of the rights and obligations of these transactions are not correct, it could influence the results of the company.</p>	<p>Principal Audit Procedures:</p> <p>Our audit procedures included, among others, the following:</p> <ul style="list-style-type: none"> • We obtained an understanding of the process for identifying related party transactions, performed a walkthrough and evaluated the design of controls related to the fraud risk identified; • We verified that the transactions are approved in accordance with internal procedures including involvement of key personnel at the appropriate level; • We evaluated the business rationale of the transactions; • We evaluated the rights and obligations per the terms and conditions of the agreements and assessed whether the transactions were recorded appropriately; and • We determined whether the directors have disclosed relationships and transactions in accordance with Ind AS - 24 (refer to disclosure note 37).
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Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. The Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable in the applicable laws and regulations.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud and error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if,



individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may be reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:-
 - a) We have sought & obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of accounts as required by law have been kept by the company so far as appears from our examination of such books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act *except for Ind AS – 19 on Employee Benefits in respect of provision for Long Term Employee Benefit & Defined Benefit plans.*
 - e) On the basis of the written representations received from the directors as on 31st March, 2019 and taken on record by the board of directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of section 164(2) of the Act.



- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 29 (i) to the financial statements;
 - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. the reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2019.

For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

Membership No. 102465

Place : Surat
Date : 29th May, 2019

Annexure "A" to the Independent Auditor's Report of Even date on the Financial Statements of Bigbloc Construction Limited for year ended on 31st March, 2019

(Referred to in Paragraph '1' under "Report on Other Legal and Regulatory Requirements" of our report of even date)

- i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified at reasonable intervals. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) Based on our audit procedures and the information and explanation received by us, we report that all title deeds of immovable properties of the company held as fixed assets are held in the name of the company. In respect of one Land at Umargaon and Land at Boisar, Palghar which were vested in the company in pursuance of Scheme of Arrangement (De-merger) of AAC Block Division of Mohit Industries Limited in the company and though the scheme has become effective and according to order of the Gujarat High Court the immovable properties are vested in the company, however, the procedure of the transfer of titles in name of the company is pending as on date of audit report.
- ii. Physical verification of inventory has been conducted by the management at reasonable intervals. *The company has not maintained quantitative records of purchase and consumption of Flyash (which is one of main Raw Materials), Stores & Spares and Other Consumable items. In the absence of such records, it is not possible to ascertain the discrepancy, if any, on such physical verification.*
- iii. The Company has granted unsecured loans to one company covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
 - (a) In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to the company listed in the register maintained under Section 189 of the Act were not, prima facie, prejudicial to the interest of the Company.
 - (b) As informed to us, the principal and interest of above loans were repayable as and when demanded and accordingly repayments or receipts were regular as and when demanded by the company.
 - (c) There are no overdue amounts in respect of the loans granted to the company listed in the register maintained under section 189 of the Act.



- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v. According to information & explanation given to us, the company has not accepted any deposit from the public.
- vi. As explained to us, the company is maintaining accounts and records prescribed by the Central Government under section 148 (1) of the Companies Act, 2013. However, no such accounts/records were verified by us.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, sales tax, value added tax, duty of customs, duty of excise, service tax, GST, cess and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities. The company has not deducted employees' state insurance and thus question of payment does not arise. *However, there has been delay in depositing the income tax and dividend distribution tax by the company.*

According to the information and explanation given to us, no undisputed outstanding amounts in respect of provident fund, sales tax, duty of customs, duty of excise, value added tax, service tax, GST, cess were in arrears, as at 31st March, 2019 for a period of more than six months from the date they became payable. *However, undisputed income tax outstanding of Rs. 48.14 Lakhs and dividend distribution tax of Rs. 7.28 Lakhs were in arrears as at 31st March, 2019 for period of more than six months from the date they became payable.*

- (b) According to the information and explanations given to us, there are no material dues of duty of customs, Goods and Service Tax, Sales Tax, Service Tax, Excise Duty, Value Added Tax and Cess which have not been deposited with the appropriate authorities on account of any dispute. Details of Income Tax, which have not been deposited as on 31 March, 2019 on account of disputes are given below:

Name of The Statute	Nature of Dues	Amount (INR In Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	2.49	A.Y. 2016-17 (F.Y. 2015-16)	Commissioner of Income Tax (Appeals)

- viii. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowing to the financial institutions, banks or government. As explained to us, no debenture has been issued by the company.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). According to information and explanations given to us, we are of the opinion that the term loans have been applied for the purposes for which they were raised.
- x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

Membership No. 102465

Place : Surat

Date : 29th May, 2019



Annexure "B" to the Independent Auditor's Report of Even date on the Financial Statements of Bigbloc Construction Limited for year ended on 31st March, 2019

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Bigbloc Construction Limited ("the Company") as of 31st March 2019 in conjunction with our audit of financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

Commensurate to the size and nature of the business, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

According to the information and explanations given us and based on our audit, the following material weakness has been identified as at March 31, 2019:

- i) The Company did not have an appropriate internal control system for inventory with regard to purchase and consumption of Flyash (which is one of main Raw Materials), Stores & Spares and other consumables. The physical verification of inventory is carried out by the management at reasonable interval but quantitative records of inventory of purchase and consumption of Flyash, Stores & Spares and other consumables are not maintained by the company. This could potentially result in discrepancy in inventory not prevented or detected in timely manner.



A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, considering the nature of business, size of operation and organizational structure of the entity, except for possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2019 financial statements of the Company, and the material weakness does not affect our opinion on the financial statements of the Company.

For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
Membership No. 102465

Place : Surat
Date : 29th May, 2019



Balance Sheet as at 31st March, 2019

(Amount in ₹)

Particulars	Note No.	Figures as at 31st March, 2019	Figures as at 31st March, 2018
I ASSETS			
1 Non-Current Assets			
(a) Property, Plant & Equipment	4	40,24,52,017	38,82,70,422
(b) Capital Work In Progress		-	2,28,47,230
(c) Other Intangible Assets	4	2,04,817	3,39,663
(d) Financial Assets			
(i) Investment	5	24,99,000	-
(ii) Loans	6	38,13,661	38,28,661
(e) Other Non-Current Assets	7	14,33,476	11,52,360
Sub-Total		41,04,02,971	41,64,38,336
2 Current Assets			
(a) Inventories	8	6,55,36,285	6,77,89,157
(b) Financial Assets			
(i) Trade Receivables	9	20,42,62,161	20,79,02,467
(ii) Cash & Cash Equivalents	10	48,91,325	84,21,939
(iii) Loans	11	11,06,43,905	6,33,02,509
(c) Other Current Assets	12	6,61,29,639	1,58,21,559
Sub-Total		45,14,63,314	36,32,37,631
TOTAL ASSETS		86,18,66,285	77,96,75,968
II EQUITIES & LIABILITIES			
A Equity			
(a) Equity Share Capital	13	14,15,75,750	14,15,75,750
(b) Other Equity		16,12,92,016	12,82,07,541
Sub-Total		30,28,67,766	26,97,83,291
B Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	8,46,36,434	12,52,47,890
(b) Deferred Tax Liabilities (net)	15	3,26,82,114	3,80,29,063
(c) Other Non-Current Liabilities	16	4,00,000	4,00,000
		11,77,18,548	16,36,76,953
2 Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	17	23,08,59,463	18,50,81,967
(ii) Trade Payables	18	12,95,38,871	7,46,62,979
(iii) Other Financial liabilities	19	5,96,74,474	5,21,59,987
(b) Other Current Liabilities	20	1,08,65,085	86,86,247
(c) Current Tax Liabilities	21	1,03,42,079	2,56,24,544
Sub-Total		44,12,79,971	34,62,15,724
TOTAL EQUITY & LIABILITIES		86,18,66,285	77,96,75,968
Statement of Accounting Policies and notes to Financial Statements	1 to 41		

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

For & On Behalf of Board of Directors

Narayan Saboo	Chairman
Naresh Saboo	Managing Director
Mohit Saboo	Director & CFO
Sumit Nirmal Das	Company Secretary

Place : Surat
Date : 29th May, 2019



Statement of Profit & Loss Account for the year ended 31st March, 2019

(Amount in ₹)

Particulars	Note No.	Figures for the year ended on 31-03-2019	Figures for the year ended on 31-03-2018
I. Revenue from Operations	22	95,06,41,725	72,73,91,675
II. Other Income	23	1,19,58,934	24,83,597
III. Total Revenue (I + II)		96,26,00,659	72,98,75,272
IV. Expenses			
Raw Material Consumed	24	21,30,99,015	20,27,81,285
Purchase of Traded Goods		22,31,85,924	1,74,48,824
Changes in Inventories of Finished Goods & Work in Progress	28	34,14,306	(1,26,06,375)
Excise Duty		-	1,28,48,706
Employee Benefit Expenses	25	8,87,17,005	8,34,94,313
Finance Costs	26	3,55,57,709	3,17,33,399
Depreciation & Amortization	4	3,28,98,021	2,96,57,966
Other Expenses	27	34,60,51,414	30,46,87,131
Total Expenses		94,29,23,394	67,00,45,248
V. Profit / (Loss) Before Tax		1,96,77,265	5,98,30,024
VI. Tax Expenses			
(1) Current Tax		48,01,020	1,87,28,384
(2) Income Tax For Earlier Years		53,71,793	-
Less:- MAT Credit Entitlement		-	-
Net Current Tax		1,01,72,813	1,87,28,384
(3) Deferred Tax Charge / (Credit)		(53,46,949)	11,27,766
Sub-Total		48,25,864	1,98,56,150
VII. Profit / (Loss) for the Period (After Tax)		1,48,51,401	3,99,73,874
VIII. OTHER COMPREHENSIVE INCOME			
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income Tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income Tax relating to items that will be reclassified to profit or loss		-	-
IX. Other Comprehensive Income for the Period		-	-
X. Total Comprehensive Income for the Period		1,48,51,401	3,99,73,874
XI. Earnings Per Share (Basic & Diluted)	33	1.05	2.82
Statement of Accounting Policies and notes to Financial Statements	1 to 41		

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

For & On Behalf of Board of Directors

Narayan Saboo	Chairman
Naresh Saboo	Managing Director
Mohit Saboo	Director & CFO
Sumit Nirmal Das	Company Secretary

Place : Surat
Date : 29th May, 2019



CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2019

(Amount in ₹)

PARTICULARS	2018-19	2017-18
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extra-ordinary items	1,96,77,265	5,98,30,024
ADJUSTMENTS FOR:		
1 Depreciation & Amortization	3,28,98,021	2,96,57,966
2 Interest Received Classified as Investment Cash Flows	(97,31,319)	(20,02,788)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	4,28,43,967	8,74,85,202
ADJUSTMENTS FOR:		
1 (Increase) / Decrease in Trade Receivables	36,40,306	(79,72,989)
2 (Increase) / Decrease in Other Assets	(5,20,36,144)	44,96,573
3 (Increase) / Decrease in Inventories	22,52,872	(2,06,74,375)
4 Increase / (Decrease) in Trade Payable	5,48,75,892	(59,25,262)
5 Increase / (Decrease) in Other Financial Liabilities	75,14,487	76,62,038
6 Increase / (Decrease) in Other Current Liabilities	21,78,838	(42,59,234)
7 Increase / (Decrease) in Other Non- Current Liabilities	-	(1,00,000)
CASH GENERATED FROM OPERATIONS	6,12,70,218	6,07,11,952
1 Income Taxes Paid	(2,47,35,862)	(61,56,421)
NET CASH FROM OPERATING ACTIVITIES	3,65,34,356	5,45,55,531
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
1 Payment for Property, Plant & Equipment	(2,40,97,539)	(5,57,44,054)
2 (Increase) / Decrease in Loans & Deposits	(4,73,26,396)	(6,34,43,484)
3 (Increase) / Decrease in Investments	(24,99,000)	-
4 Interest Received	97,31,319	20,02,788
NET CASH USED IN INVESTMENT ACTIVITIES	(6,41,91,616)	(11,71,84,750)
C. CASH FLOW FROM FINANCING ACTIVITIES		
1 Increase/(Decrease) in Working Capital from Bank	(1,24,25,564)	6,44,94,092
2 Increase/(Decrease) in Term Loans	(4,06,11,456)	(1,05,15,653)
3 Money Received against Share Warrant issued	2,25,00,000	-
4 Dividend Paid	(35,39,394)	(35,39,394)
5 Dividend Distribution Tax Paid	-	(7,20,537)
6 Proceeds from Unsecured Loans	5,82,03,059	1,20,65,755
NET CASH FROM FINANCING ACTIVITIES	2,41,26,646	6,17,84,264
NET INCREASE IN CASH & CASH EQUIVALENTS	(35,30,615)	(84,49,55)
CASH AND CASH EQUIVALENTS (OPENING)	84,21,939	92,66,893
CASH AND CASH EQUIVALENTS (CLOSING)	48,91,325	84,21,939

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

For & On Behalf of Board of Directors

Narayan Saboo	Chairman
Naresh Saboo	Managing Director
Mohit Saboo	Director & CFO
Sumit Nirmal Das	Company Secretary

Place : Surat
Date : 29th May, 2019



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2019**A. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON 31ST MARCH, 2019**

Balance as at 1st April 2018	Changes in the Equity Share Capital during the Year	Balance as at 31st March 2019
14,15,75,750	-	14,15,75,750

EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON 31ST MARCH, 2018

Balance as at 1st April 2017	Changes in the Equity Share Capital during the Year	Balance as at 31st March 2018
141575750	-	14,15,75,750

B. OTHER EQUITY FOR THE YEAR ENDED ON 31ST MARCH 2019

PARTICULARS	RESERVES AND SURPLUS			OTHER RESERVES	Money Received Against Warrant	TOTAL
	Securities Premium	General Reserve	Retained Earnings	FVOCI - Equity Instruments		
As at 31st March 2019						
Opening Balance as at 1st April 2018	5,87,67,000	74,68,188	6,19,72,353	-	-	12,82,07,541
Profit for the Year	-	-	1,48,51,401	-	-	1,48,51,401
Warrant Money Received during the year	-	-	-	-	2,25,00,000	2,25,00,000
Other Comprehensive Income of the year	-	-	-	-	-	-
Dividend including DDT	-	-	(42,66,927)	-	-	(42,66,927)
Closing Balance as at 31st March 2019	5,87,67,000	74,68,188	7,25,56,828	-	2,25,00,000	16,12,92,016

OTHER EQUITY FOR THE YEAR ENDED ON 31ST MARCH 2018

PARTICULARS	RESERVES AND SURPLUS			OTHER RESERVES	Money Received Against Warrant	TOTAL
	Securities Premium	General Reserve	Retained Earnings	FVOCI - Equity Instruments		
As at 31st March 2018						
Opening Balance as at 1st April 2017	5,87,67,000	74,68,188	2,62,58,411	-	-	9,24,93,598
Profit for the Year	-	-	3,99,73,874	-	-	3,99,73,874
Addition on Allotment During year	-	-	-	-	-	-
Other Comprehensive Income of the year	-	-	-	-	-	-
Interim Dividend & DDT	-	-	-	-	-	-
Final Dividend & DDT	-	-	(42,59,931)	-	-	(42,59,931)
Closing Balance as at 31st March 2018	5,87,67,000	74,68,188	6,19,72,354	-	-	12,82,07,541



Notes Forming Part of Financial Statements for the year ended 31st March, 2019

1 CORPORATE INFORMATION

Bigbloc Construction Limited ('the company') is a public limited company domiciled in India and incorporated under the provisions of the Company Law. Its shares are listed on BSE and NSE. The company is having its head quarters in Surat and plant at Umargaon. The company is primarily engaged in manufacture, sale and marketing of AAC Blocks.

2 BASIS OF PREPARATION

The financial statements (on standalone basis) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016.

Functional and presentation of currency

The financial statements are prepared in Indian Rupees which is also the Company's functional currency.

Basis of measurement

The financial statements have been prepared on a historical cost basis except for Certain Financial Assets measured at fair value (refer accounting policy regarding financial instruments)

Use of significant accounting estimates, judgements and assumptions

The preparation of financial statements requires the management to make estimates and assumptions considered in reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that estimates used in preparation of financial statements are prudent and reasonable. Future results could differ due to these estimates and the difference between actual results and the estimates are recognised in the periods in which these gets materialized.

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 Presentation and disclosure of financial statements

All assets and liabilities have been classified as current and non-current as per Company's normal operating cycle and other criteria set out in the division II of Schedule III of the Companies Act, 2013, for a Company whose financial statements are made in compliance with the Companies (India Accounting Standards) Rules, 2015. Deferred tax liabilities are classified as non-current liabilities.

Based on the nature of business and their realization in cash and cash equivalents, 12 months has been considered by the Company for the purpose of current/non-current classification of assets and liabilities.

3.2 Property, plant and equipment

- i) Under the previous GAAP, property, plant and equipment were carried at historical cost less depreciation and impairment losses, if any. On transition to Ind AS, the Company has availed the optional exemption under Ind AS 101 and accordingly it has used the carrying value as at the date of transition i.e. 1st April 2016 as the deemed cost of the property, plant & equipment under Ind AS.
- ii) Subsequent to transition date, property, plant and equipment are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. Cost of property, plant and equipment includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition for its intended use.
- iii) Capital work-in-progress comprises of cost incurred on property, plant and equipment not yet ready for their intended use at the Balance Sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'.

3.3 Depreciation on property, plant and equipment

- a) Depreciation on property, plant and equipment (other than freehold land and capital work in progress) is provided on SLM over the useful life of the relevant assets net of residual value whose life is in consonance with the life mentioned in Schedule II of the Companies Act, 2013.
- b) In the case of assets purchased, sold or discarded during the year, depreciation on such assets is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such asset has been sold or discarded.
- c) Depreciation on addition has been provided from the date of putting the assets into use.

3.4 Investment properties

Investment properties are measured at cost, including transaction costs.

3.5 Intangible assets

- i) Under the previous GAAP, intangible Assets acquired separately are measured on initial recognition at cost. Following initial recognition intangible assets are carried at cost less any accumulated amortization. On transition to Ind AS, the Company has availed the optional exemption under Ind AS 101 and accordingly it has used carrying value as at the date of transition i.e. 1st April 2016 as the deemed cost of intangible assets under Ind AS.



- ii) Subsequent to transition date, Intangible Assets acquired separately are measured on initial recognition at cost. Following initial recognition intangible assets are carried at cost less any accumulated amortization. Intangible assets are recognised only if it is probable that the future economic benefits attributable to the asset will flow to the enterprise and the cost of asset can be measured reliably.

3.6 Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- i) **Raw Materials, Packing Materials & Stores & Spares:** Costs include cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs is determined based on weighted average basis.
- ii) **Finished Goods and Work in Progress:** Costs include cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs is determined based on weighted average basis.

3.7 Financial instruments

Initial Recognition

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through OCI) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date. While, loans and borrowings and payables are recognised net of directly attributable transaction costs.

Subsequent Measurement

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

a) Non-derivative financial assets

(i) Financial assets at amortised cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

- (a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.

Trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets are measured at Amortized Cost.

(ii) Debt instruments at FVTOCI

A debt instrument shall be measured at fair value through other comprehensive income if both of the following conditions are met:

- (a) the objective of the business model is achieved by both collecting contractual cash flows and selling financial assets and
- (b) the asset's contractual cash flow represent SPPI

Debt instruments included within FVTOCI category are measured initially as well as at each reporting period at fair value plus transaction costs. Fair value movements are recognised in other comprehensive income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain loss in statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to profit and loss. Interest earned is recognised under the effective interest rate (EIR) model.

(iii) Equity instruments at FVTOCI

All equity instruments are measured at fair value. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. The Company makes such election on an instrument-by-instrument basis. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividend are recognised in OCI which is not subsequently recycled to statement of profit and loss.

(iv) Financial assets at FVTPL

FVTPL is a residual category for financial assets. Any financial asset which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as FVTPL.



In addition the Company may elect to designate the financial asset, which otherwise meets amortised cost or FVOCI criteria, as FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency. The Company has not designated any financial asset as FVTPL.

Financial assets included within the FVTPL category are measured at fair values with all changes in the statement of profit and loss.

b) Non-derivative financial liabilities

(i) Financial liabilities at amortised cost

Financial liabilities at amortised cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method.

3.8 Revenue recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

- A. Sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer and are recorded at the fair value of the consideration received or receivable, net of returns and allowances, trade and volume discounts.
- B. Interest income in respect to all the Debt Instruments and deposits which are measured at cost or at fair value through other comprehensive income, is recorded using effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. Interest Income is included in Other Income in the statement of profit and loss.
- C. Export Benefits are recognized in the year of export
- D. Job Charges are recognised on delivery of the goods to the customers after completing the job work on the same.

3.9 Foreign currency transactions

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. As at the Balance Sheet date, foreign currency monetary assets and liabilities are translated at closing exchange rate. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss.

Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

3.10 Employee Benefits

- (a) All the Short Term Employee Benefits are accounted for on the basis of services rendered by the employees of the company.
- (b) Company contributes towards Provident Fund which is Defined Contribution schemes. Liability in respect thereof is determined on basis of contribution required to be made as per statutes/ rules.
- (c) No provision has been made for Long Term Employee Benefits such as Gratuity and Leave Encashment as the same are recognized as and when they become due for payment.

3.11 Borrowing Cost

Borrowing Costs that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of Cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged the Statement of Profit & Loss.

3.12 Taxes on income

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years. In respect of amounts adjusted outside profit or loss (i.e. in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted outside profit or loss.

Provision for current tax is made as per the provisions of Income Tax Act, 1961.

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, and deferred tax assets are recognised for all deductible temporary differences, carryforward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and



allowances can be utilised. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxation authority.

3.13 Goods & Services Tax (GST)

GST credit received on purchases is reduced from respective item of purchases. GST on Sales is credited to Payable account and differential amount, if any, is paid. Thus, the company has followed exclusive method of accounting whereby purchases, sales and stock is shown exclusive of GST and accounted for in separate Account.

3.14 Provisions and contingent liabilities

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources.

4. PROPERTY, PLANT & EQUIPMENT (PPE)										
PARTICULARS	GROSS BLOCK				DEPRECIATION BLOCK			NET BLOCK		
	Balance as at 1st April, 2018	Additions / Adjustments	Disposals / Retirements	Balance as at 31st March, 2019	Balance as at 1st April, 2018	Depreciation Charge for the year	On Disposals	Balance as at 31st March, 2019	Balance as at 31st March, 2019	Balance as at 31st March, 2018
TANGIBLE ASSETS (Not On Lease)										
Land	35406304	0	0	35406304	0	0	0	0	35406304	35406304
Factory Building	138444388	24983579	0	163427967	21861502	4496300	0	26357802	137070165	116582886
Road	9470919	0	0	9470919	4689742	1055127	0	5744869	3726050	4781177
Plant & Machinery	243308765	2895239	0	246204004	77279984	16448905	0	93728889	152475115	166028781
Electric Installation	15278479	76734	0	15355213	7173672	1655057	0	8828729	6526484	8104807
Furniture	613971	102199	0	716170	188559	67691	0	256250	459920	425412
Vehicle	65073400	18172037	0	83245437	8765839	8724195	0	17490034	65755403	56307561
Computer	1039832	309122	0	1348954	769274	174238	0	943512	405442	270558
Office Equipments	1139052	384659	0	1523711	776116	120462	0	896578	627133	362936
Total Tangible Assets	509775110	46923569	0	556698680	121504688	32741975	0	154246663	402452017	388270422
INTANGIBLE ASSETS										
Computer Software	1159031	21200	0	1180231	819368	156046	0	975414	204817	339663
Total Intangible Assets	1159031	21200	0	1180231	819368	156046	0	975414	204817	339663
Total	510934141	46944769	0	557878911	122324056	32898021	0	155222077	402656834	388610085
PREVIOUS YEAR	473751855	37182287	0	510934141	92666090	29657966	0	122324056	388610085	381085765

(Amount in ₹)

Particulars		As At 31st March, 2019	As At 31st March, 2018
5 Non Current Financial Assets - Loans			
A. Valued at fair value through FVOCI			
(a) Investment in Equity Instruments (Fully Paid Up)			
(i) Unquoted			
(a) SVC Co.Op. Bank	No of Shares		
	100	2,500	-
B. Valued at Cost			
In Subsidiaries			
(a) Starbigbloc Building Material Pvt. Ltd.			
	No of Shares		
	4993000	24,96,500	-
		24,99,000	-
Aggregate Amount of Unquoted Shares		24,99,000	-
Aggregate Amount of Quoted Shares and Market value thereof		-	-
Aggregate Amount of Impairment in Value of Investments		-	-



		(Amount in ₹)	
	Particulars	As At 31st March, 2019	As At 31st March, 2018
6	Non Current Financial Assets - Loans (Unsecured, Considered Good by Directors)		
	(a) Security Deposits	38,13,661	38,28,661
	TOTAL	38,13,661	38,28,661
7	Other Non-Current Assets		
	(a) Capital Advances	14,33,476	11,52,360
	TOTAL	14,33,476	11,52,360
8	Inventories		
	1) Finished Goods	3,37,06,249	3,69,96,910
	2) Stock in Process	5,95,666	7,19,311
	3) Raw Material	2,86,53,270	2,69,96,436
	4) Stores & Spares	12,15,000	14,36,800
	5) Packing Material	9,91,100	11,65,100
	6) Other	3,75,000	4,74,600
	TOTAL	6,55,36,285	6,77,89,157
9	Trade Receivables Sundry Debtors (Unsecured, considered good by Directors)	20,42,62,161	20,79,02,467
	TOTAL	20,42,62,161	20,79,02,467
10	Cash & Cash Equivalents Cash & Cash Equivalents		
	(a) Cash on hand	25,35,717	25,35,717
	(b) Balances with Current Account	23,55,608	23,55,608
	TOTAL	48,91,325	48,91,325
11	Current Financial Assets - Loans (Unsecured, Considered Good by Directors)		
	(a) Loans To Others	24,42,291	6,33,02,509
	(b) Loans Given to Subsidiary	10,82,01,614	-
	TOTAL	11,06,43,905	6,33,02,509
12	Other Current Assets (Unsecured, considered good by the Director)		
	(a) Balances with Revenue Authorities	1,28,39,397	58,90,174
	(b) Advances to suppliers and staff	5,32,90,242	99,31,385
	TOTAL	6,61,29,639	1,58,21,559
13	Share Capital		
	Authorized Share Capital		
	1,50,00,000 Equity shares of Rs. 10/- each (P.Y. 1,50,00,000 Equity Shares of Rs. 10/- each)	15,00,00,000	15,00,00,000
	Issued Share Capital		
	1,41,57,575 Equity Shares of Rs. 10/- each (P.Y. 1,41,57,575 Equity Shares of Rs. 10/- each)	14,15,75,750	14,15,75,750
	Subscribed & Fully Paid Up		
	14157575 equity shares of Rs. 10/- each, fully paid up (P.Y. 1,41,57,575 Equity Shares)	14,15,75,750	14,15,75,750
	TOTAL	14,15,75,750	14,15,75,750

13.1 The Company has only one class of shares referred to as Equity Shares having face value of Rs. 10/- each. Each equity Shareholder is eligible for one vote per share held.



13.2 Reconciliation of No. of Equity Shares Outstanding at the Beginning & End of the reporting period:

Particulars	As at 31st March, 2019 (Number)	As at 31st March, 2018 (Number)
Shares Outstanding at the Beginning of the Year	1,41,57,575	1,41,57,575
(+) Shares Allotted during Year on account of Demerger	-	-
(-) Cancellation of Shares on Demerger	-	-
Shares Outstanding at the End of the year	1,41,57,575	1,41,57,575

13.3 Shares in the company held by each shareholder holding more than 5% Equity Shares

Name of Shareholder	Equity Shares			
	As at 31 March 2019		As at 31 March 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mask Investments Limited	15,02,706	10.61%	15,02,706	10.61%
Mohit Overseas Limited	15,98,622	11.29%	15,98,622	11.29%
Mohit Yarns Limited	20,40,609	14.41%	20,40,609	14.41%
Narayan S. Saboo	11,14,754	7.87%	10,70,676	7.56%
Madhu N. Saboo	7,56,788	5.35%	9,35,815	6.61%

(Amount in ₹)

Particulars	As At 31st March, 2019	As At 31st March, 2018
14 Non-Current Financial Liabilities - Borrowings		
(a) Secured Loans		
Term Loans - from Banks & NBFC		
Term Loans from Banks	4,87,84,480	8,84,29,383
HDFC Bank Commercial Vehicle Loan	6,07,01,945	5,24,55,021
Volkswagen Finance Car Loan	39,83,362	53,85,203
ICICI Bank Car Loan	7,82,821	10,95,346
	11,42,52,608	14,73,64,952
Less: - Current Maturities of Long Term Debt	5,96,16,174	5,21,17,062
Interest Accrued but not Due	-	-
Sub- Total	5,46,36,434	9,52,47,890
(b) Unsecured Loans		
(i) Loans from Other Companies	3,00,00,000	3,00,00,000
Sub- Total	3,00,00,000	3,00,00,000
TOTAL	8,46,36,434	12,52,47,890

14.1 Car Loans from Bank are secured by hypothecation of Motor Cars for which loan has been taken.

14.2 Term Loans from Banks are secured by hypothecation of all the fixed assets of the company.

14.3 The Term Loans of the company is secured by Land & Building of Factory at Umargaon, Valsad (Gujarat).

14.4 The Term Loans are also secured against personal properties of the directors and sister concern M/s Mohit Yarns Limited and Mohit Industries Limited. All the term loans are guaranteed by directors of the company.

14.5 The Term Loans from SVC Co-op. Bank Ltd. of Rs. 487.84 Lakhs are repayable in Equal Monthly Instalments of Rs. 39.78 Lakhs. The loan shall be repaid by January, 2020; March, 2020; May, 2020 and September, 2020. The rate of Interest at year end is 11.55%.

14.6 The Commercial Vehicle Loan taken from HDFC Bank is secured against hypothecation of Trucks purchased against the same.

15 Deferred Tax Liabilities**Deferred Tax Liabilities:**

Property, Plant & Equipment	3,31,70,881	3,88,22,983
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Deferred Tax Assets:

Demerger Expenses (Deferred in Income Tax)	(4,88,767)	(7,93,920)
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Net Deferred Tax Liability / (Asset)	3,26,82,114	3,80,29,063
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(Amount in ₹)

Particulars	As At 31st March, 2019	As At 31st March, 2018
16 Other Non-Current Liabilities		
(a) Deposits from Customers & Transporters	4,00,000	4,00,000
TOTAL	4,00,000	4,00,000
17 Current Financial Liabilities - Borrowings		
(a) Secured Loans		
(i) Loans from Bank Repayable on Demand		
(a) Cash Credit Limit from Banks	12,81,00,142	14,05,25,706
Sub- Total	12,81,00,142	14,05,25,706
(b) Unsecured Loans		
(i) Loans from related parties	54,88,081	1,72,98,275
(ii) Loans from Other Companies	9,72,71,240	2,72,57,987
Sub- Total	10,27,59,321	4,45,56,262
TOTAL	23,08,59,463	18,50,81,967
17.1 Cash Credit limit from Bank is secured against hypothecation of stock & book debts. Cash Credit is also secured against security mentioned on Note No. 14.3. The rate of interest on closing is 11.40%.		
18 Current Financial Liabilities - Trade Payables		
A. <i>Total outstanding dues of micro enterprises and small enterprises (See Note No. 34)</i>	16,00,789	-
B. <i>Total outstanding dues of creditors other than micro enterprises and small enterprises:-</i>		
(a) Trade Payables	12,79,38,082	7,46,62,979
TOTAL	12,95,38,871	7,46,62,979
19 Other Financial Liabilities		
(a) Current Maturities of Long term Borrowings	5,96,16,174	5,21,17,062
(b) Interest Payable on Term Loans	-	-
(c) Unclaimed Dividend	58,300	42,925
TOTAL	5,96,74,474	5,21,59,987
20 Other Current Liabilities		
(a) Expenses Payable	63,07,747	49,18,776
(b) Statutory Dues Payable	45,57,338	37,67,471
TOTAL	1,08,65,085	86,86,247
21 Current Tax Liabilities		
Income Tax Payable	48,13,526	68,96,160
Provision for Current Tax	48,01,020	1,87,28,384
Dividend Distribution Tax Payable	7,27,533	-
TOTAL	1,03,42,079	2,56,24,544
22 Revenue from Operations		
Sales of Manufactured Goods	67,13,84,579	69,64,19,009
Sales of Traded Goods	27,92,57,146	3,04,58,615
Carbon Credit	-	5,14,051
TOTAL	95,06,41,725	72,73,91,675
23 Other Income		
Interest from Debtors	8,09,987	4,78,187
Insurance Claim Received	2,48,224	-
Interest on Loan	94,83,095	20,02,788
Dividend Income	948	-
Late Payment Charges received	-	2,622
Staff Professional tax written back	14,16,680	-
TOTAL	1,19,58,934	24,83,597



		(Amount in ₹)	
Particulars	For Year Ended on 31st March, 2019	For Year Ended on 31st March, 2018	
24 Raw Material Consumed			
Raw Material Consumed	21,30,99,015	20,27,81,285	
TOTAL	21,30,99,015	20,27,81,285	
25 Employee Benefit Expenses			
Salary & Bonus	4,39,29,859	4,25,88,661	
Labour Wages	4,23,54,653	3,72,75,563	
Staff Welfare	24,32,493	36,30,089	
TOTAL	8,87,17,005	8,34,94,313	
26 Finance Cost			
Interest Paid	3,30,18,994	2,85,82,401	
Other Bank & Finance Charges	25,38,714	31,50,998	
TOTAL	3,55,57,709	3,17,33,399	
27 Other Expenses			
Manufacturing Expenses			
Power & Fuel charges	5,80,81,743	5,01,48,544	
Stores & Spares Consumed	60,75,425	68,77,198	
Carriage Inward	8,06,27,825	7,32,32,634	
Factory Expenses	1,00,31,762	98,26,596	
Repairs to Machinery	16,19,197	21,80,746	
(a)	15,64,35,953	14,22,65,718	
Administrative Expenses			
Auditors Remuneration	3,25,000	2,25,000	
Demat Expense	31,206	47,522	
Travelling & Conveyance	25,13,777	22,30,636	
Electrical Expenses	5,77,683	7,16,612	
Electricity Expenses	2,77,223	2,75,478	
Printing & Stationery	6,11,492	5,64,574	
Postage, Telegram & Telephone Expenses	3,69,289	3,91,410	
Insurance Charges	7,86,258	2,13,369	
Vehicle Expenses	13,90,705	7,21,049	
Vehicle Hire Charges	1,52,620	2,35,635	
Donation	26,720	56,000	
Office & General Expenses	8,98,158	11,68,636	
Security Service Charges	10,88,715	14,69,827	
Computer Expenses	5,24,223	5,09,750	
Listing Fees	9,20,000	7,00,000	
Membership Fees	20,000	20,000	
Rent Paid	29,36,065	25,34,842	
Demerger Expenses	2,50,000	17,80,526	
Legal & Professional fees	29,81,342	25,51,823	
Misc. Balances w/off	9,19,321	6,92,282	
Municipal and Other Taxes	25,878	2,50,000	
Interest on Dividend Distribution Tax	-	36,027	
Interest on Excise duty	1,33,714	2,73,085	
Interest on TDS	598	14,877	
Interest on GST & Service Tax	5,15,666	5,74,805	
Penalty	1,54,502	15,250	
Carbon credit Expense	-	3,39,787	
Tender Fees	-	5,000	
Rate & Taxes	2,72,000	1,93,465	
(b)	1,87,02,154	1,88,07,267	



(Amount in ₹)

Particulars	For Year Ended on 31st March, 2019	For Year Ended on 31st March, 2018
Selling & Distribution Expenses		
Octroi	-	35,72,657
Discount & Claim	-	74,636
Packing Expense	49,55,624	49,42,110
Carriage Outward	10,71,08,555	10,11,13,722
Truck Expenses	5,26,87,149	2,87,11,324
Sales Promotion Expense	30,500	5,100
Sales Incentive Expenses	1,76,200	1,88,330
Rate Difference	1,09,576	1,26,250
Commission	52,12,022	47,07,907
Sponsorship Fees	-	45,000
Bad Debts	2,36,066	-
Advertisement & Sales Promotion	3,97,615	1,27,109
(c)	17,09,13,307	14,36,14,146
TOTAL (a+b+c)	34,60,51,414	30,46,87,131

28 Changes in Inventories of Finished Goods

Opening Stock of Finished Goods	3,69,96,910	2,45,64,098
Opening Stock of WIP	7,19,311	5,45,748
Less:- Closing Stock of Finished Goods	3,37,06,249	3,69,96,910
Less:- Closing Stock of WIP	5,95,666	7,19,311
TOTAL	34,14,306	(1,26,06,375)

29 CONTINGENT LIABILITY & COMMITMENTS:-

- (i) Contingent Liabilities not provided for Rs. 28.38 Lakhs (P.Y. Rs. 28.38 Lakhs) in respect of Stamp Duty raised by Stamp Duty Department on Demerger of AAC Block Division of Mohit Industries Limited in the Company. The Company has disputed the amount of Stamp Duty.
- (ii) Contingent Liabilities not provided for Rs. 3.11 Lakhs (P.Y. NIL) in respect of Income Tax Demand of A.Y. 2016-17.
- (iii) **Commitments:-**
- (a) Estimated amount of contracts remaining to be executed on capital account and not provided for is Rs. 15 Lakhs (P.Y. Rs. 12 Lakhs) against which advance paid is Rs. 14.33 Lakhs (P.Y. Rs. 11.52 Lakhs).
- (b) Uncalled Liability on shares and other investments partly paid Rs. Nil (P.Y. Rs. Nil)
- (c) Other Commitments Rs. Nil (P.Y. Rs. Nil)

30	a) Value of imports	NIL	(P.Y. NIL)
	b) Expenditure in Foreign Currency	NIL	(P.Y. NIL)
	c) Amount remitted in Foreign currency on dividend A/c.	NIL	(P.Y. NIL)
31	a) Exports on F.O.B.	NIL	(P.Y. NIL)
	b) Earnings in Foreign Currency	NIL	(P.Y. NIL)

32 Auditors Remuneration:

Particulars	F.Y. 2018-19	F.Y. 2017-18
1) As Audit Fees	3,25,000	2,25,000



33 EARNINGS PER SHARE

Sl. No.	Particulars	UNIT OF MEASUREMENT	March 31, 2019	March 31, 2018
1	Net Profit / (Loss) after tax	Rs.	1,48,51,401	3,99,73,874
2	Weighted Average Number of Equity Shares *	Number	1,41,57,575	1,41,57,575
3	Earnings Per Share - Basic & Diluted	1 / 2	1.05	2.82

1	Profit Attributable to ordinary Equity Holders	Rs.	1,48,51,401	3,99,73,874
2	Weighted Average Number of Equity Shares *	Number	1,41,57,575	1,41,57,575
3	Earnings Per Share - Diluted	1 / 2	1.05	2.82

34 Disclosures as required under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act):-

Sl. No.	Particulars	As At March 31, 2019	As At March 31, 2018
A	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	16,00,789	
B	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	--
C	Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	57,59,706	-
D	Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during year	-	-
E	Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
F	Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-

The above information disclosure regarding Trade Payables of Micro, Small and Medium Enterprises is made on basis of information available from suppliers' regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and relied upon by Auditors.

35 Disclosure pursuant to Indian Accounting Standard 19 'Employee benefits':

- (A) The Company has recognized the following amounts towards defined contribution plans as an expense and included in the Statement of Profit and Loss.

Particulars	F. Y. 2018-19	F. Y. 2017-18
Provident Fund	4,41,067	6,73,231

- (B) The company has not provided for Post Employment Benefits and other long term employee benefits under Defined Benefit Plans on accrual basis but provides the same as and when they become due for payment. Accordingly, the following amounts have been provided as expenses during the year and charged in the Statement of Profit and Loss as they have become due:

Particulars	F.Y. 2018-19	F.Y. 2017-18
Gratuity	23,077	20,964

36 Segment Reporting

In line with Ind AS - 108 on 'Operating Segments', taking into account the organizational structure, product type as well as the differing risks and returns criterion, the Company is engaged in only one reportable segment viz. "AAC Blocks Division".

37 RELATED PARTY RELATIONSHIP AND TRANSACTION**A. Name of Related Parties & Nature of Relationships****a) Subsidiary Company**

1 Starbigbloc Building Material Pvt. Ltd.

b) Enterprises Controlled by Key Managerial Personnel & their relatives

1 Mohit Industries Limited

2 Soul Clothing Pvt. Ltd.

3 Mohit Exim Pvt. Ltd.

4 Mohit Texport Pvt. Ltd.

5 Mask Investments Limited

b) Key Managerial Personnel

1 Narayan S. Saboo

2 Naresh S. Saboo

3 Mohit N. Saboo

4 Manish N. Saboo

B. Transactions with Related Parties**(Amount in ₹)**

Particulars	Subsidiary Company		Enterprises Controlled by Key Management personnel		Key Managerial Personnel & Their Relatives	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transaction during the year						
(a) Loans Taken	-	-	5,77,61,728	6,03,33,417	1,08,06,000	1,66,15,018
(b) Repayment of Loans Taken	-	-	5,83,52,254	8,96,94,949	2,26,94,000	2,00,000
(c) Interest Paid	-	-	7,42,591	9,81,397	-	-
(d) Interest received	90,31,130					
(e) Sales of Goods	12,32,846	-	-	-	-	-
(f) Salary Paid	-	-	-	-	14,40,000	5,40,000
(g) Loans Given	4,23,35,000	-	-	-	-	-
(h) Purchase of Goods	19,37,09,870	-	-	-	-	-
(i) Advances Given	4,45,00,000	-	-	-	-	-
Balances as at Year End						
(a) Trade Receivables	-	-	-	-	-	-
(b) Trade Payables	2,09,41,102	32,31,491	-	-	14,40,000	5,40,000
(c) Advances Given	4,45,00,000	10,39,297	-	-	-	-
(d) Loans Given	10,82,01,614	5,77,38,597	-	-	-	-
(e) Unsecured Loans	-	-	9,61,063	8,83,257	45,27,018	1,64,15,018



C. Disclosure in respect of Material Related party transaction during the year

(Amount in ₹)

Particulars		Subsidiary Company	Enterprises Controlled by Key Management personnel	Key Management Personnel & Relatives of Key Management Personnel
(a)	Loans Taken			
	-- Mohit Industries Limited	-	5,77,61,728	
	-- Manish Saboo	-	-	21,00,000
	-- Mohit Saboo	-	-	18,00,000
	-- Narayan Saboo	-	-	39,55,000
	-- Naresh Saboo	-	-	29,51,000
(b)	Repayment of Loans Taken			
	-- Mohit Industries Limited	-	5,83,52,254	-
	-- Manish Saboo			50,30,000
	-- Mohit Saboo			51,33,000
	-- Narayan Saboo	-	-	72,80,000
	-- Naresh Saboo	-	-	52,51,000
(c)	Interest Paid			
	-- Mohit Industries Limited	-	7,42,591	-
(d)	Interest received			
	-- Starbigbloc Building Material Pvt. Ltd.	90,31,130	-	-
(e)	Loan Given			
	-- Starbigbloc Building Material Pvt. Ltd.	4,23,35,000	-	-
(f)	Sales of Goods			
	-- Starbigbloc Building Material Pvt. Ltd.	12,32,846	-	-
(g)	Advances Given			
	-- Starbigbloc Building Material Pvt. Ltd.	4,45,00,000	-	-
(h)	Purchase of Goods			
	-- Starbigbloc Building Material Pvt. Ltd.	19,37,09,870	-	-
(i)	Salary Paid			
	-- Mohit Saboo	-	-	4,20,000
	-- Manish Saboo	-	-	4,20,000
	-- Naresh Saboo	-	-	3,00,000
	-- Narayan Saboo	-	-	3,00,000



38 Income tax**A Income tax expense in the statement of profit and loss consists of:**

Particulars	F. Y. 2018-19	F. Y. 2017-18
Current income tax:		
-- In respect of the current period	48,01,020	1,87,28,384
-- In respect of the prior periods	53,71,793	-
Deferred tax		
-- In respect of the current period	(53,46,949)	11,27,766
Income tax expense recognized in the statement of profit or loss	48,25,864	1,98,56,150

B The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

Particulars	F. Y. 2018-19	F. Y. 2017-18
Profit Before Tax	1,96,77,265	5,98,30,024
Enacted Income Tax Rate in India	27.82%	33.06%
Computed Expected Tax Expenses	54,74,215	1,97,81,601
Effect of		
-- Deferred Tax	(53,46,949)	11,27,766
-- MAT Credit Entitlement	-	-
-- Adjustment to Current tax for prior periods	53,71,793	-
-- Impact of charges on account of Computation	(6,73,195)	(10,53,217)
Income tax expense recognized in the statement of profit or loss	48,25,864	1,98,56,150

39 Financial Risk Management

Bigbloc Construction Limited (BCL) continues to deploy a well articulated risk management framework. This is based upon a three-tiered approach encompassing (i) enterprise risks, (ii) process risks, and (iii) compliance risks.

- (i) Enterprise risk : The company continue to evaluate the risk and also ensures that the mitigation processes are in place.
- (ii) Process risk management involves assurances by the Company's internal audit department regarding the effectiveness of business and financial controls and processes in all key activities across the various business processes.
- (iii) Compliance risk management comprises a detailed mechanism of assurances with respect to adherence of all laws and regulations, with a comprehensive reporting process that cascades upwards from the accountable business line executives to BCL's Audit Committee and then on to the Board of Directors.

The outcomes of business review meetings conducted by management and internal audit regarding processes and their compliance, as well as observations of the Audit Committee and the Board of Directors are continuously incorporated to capture new risks and update the existing ones. All three dimensions of BCL's Risk Management framework are reviewed annually for their relevance and modifications, as required. The businesses and internal audit make regular presentations to the Audit Committee for detailed review. The risk management process, including its tracking and adherence, is substantially enabled for greater consistency and better reporting capabilities.

40 Additional Information as required by para 7 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either Nil or Not Applicable.**41 Previous Year Figures have been regrouped/rearranged wherever necessary.**

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

For & On Behalf of Board of Directors

Narayan Saboo	Chairman
Naresh Saboo	Managing Director
Mohit Saboo	Director & CFO
Sumit Nirmal Das	Company Secretary

Place : Surat
Date : 29th May, 2019



INDEPENDENT AUDITOR'S REPORT CONSOLIDATED

To,
The Members of
BIGBLOC CONSTRUCTION LIMITED

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of Bigbloc Construction Limited ('the Holding Company') and its subsidiary company (collectively referred to as "the Company" or "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Cash Flow Statement, the consolidated Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, *except for the effects of matter described in the 'Basis of Qualified Opinion' Paragraph above*, the aforesaid Consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at 31st March 2019 and their consolidated profit, consolidated changes in equity and their consolidated cash flows for the year then ended.

Basis of Qualified Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its associates entities in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

The company has not provided for Post-Employment Benefits and other long term employee benefits under Defined Benefit Plans on accrual basis but provides the same as and when they become due for payment. This method of accounting of Post-Employment Benefits and other long term employee benefits under Defined Benefit Plans is in deviation with Ind AS - 19 on Employee Benefits. As there is no actuarial report or basis of calculation available with the management of such Post-Employment Benefits and other long term employee benefits, the quantum of deviation cannot be ascertained. If the company had followed the method accounting as per Ind AS - 19, then employee benefit expense would have increased and correspondingly Profit for the period would have reduced.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	Recoverability / Refund of Indirect tax receivables As at March 31, 2019, Current assets in respect of withholding tax and others includes GST Credit and Disputed stamp duty payment totaling to Rs. 278.84 Lakhs of the Group. Refer Note 12 to the Consolidated Financial Statements.	Principal Audit Procedures: We have involved our internal experts to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution.

Management's Responsibility for the Consolidated financial statements

The Holding Company's Board of Directors is responsible for the preparation of the consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant



to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates entities is responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that: -

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act except for Ind AS - 19 on Employee Benefits in respect of provision for Long Term Employee Benefit & Defined Benefit plans.
- e) On the basis of the written representations received from the directors of the Holding Company as on 31st March 2019 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31st March 2019 from being appointed as a Director of that company in terms of sub-section 2 of Section 164 of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements have disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 29(i) to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For RKM & CO.

Chartered Accountants

Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

Place : Surat

Date : 29th May, 2019

Membership No. 102465

Annexure "A" to the Independent Auditor's Report of Even date on the Consolidated Financial Statements of Bigbloc Construction Limited for year ended on 31st March, 2019

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March 2019, we have audited the internal financial controls over financial reporting of Bigbloc Construction Limited ("the Company" or "the Group") and its subsidiary company which is the company incorporated in India, as of 31st March, 2019.

Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Holding Company and its subsidiary company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial



Reporting (the "Guidance Note") issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

Commensurate to the size and nature of the business, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

The company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

According to the information and explanations given us and based on our audit, the following material weakness has been identified as at March 31, 2019:

- i) The Holding company and its subsidiary company did not have an appropriate internal control system for inventory with regard to purchase and consumption of Flyash (which is one of main Raw Materials), Stores & Spares and other consumables. The physical verification of inventory is carried out by the management of the Group at reasonable interval but quantitative records of inventory of purchase and consumption of Flyash, Stores & Spares and other consumables are not maintained by the Group. This could potentially result in discrepancy in inventory not prevented or detected in timely manner.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the Group's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, considering the nature of business, size of operation and organizational structure of the entity, except for possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Group has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2019, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2019 financial statements of the Group, and the material weakness does not affect our opinion on the financial statements of the Group.

For RKM & CO.

Chartered Accountants

Firm Registration No.: 108553W

(Deepak V. Bhatia)

Partner

Membership No. 102465

Place : Surat

Date : 29th May, 2019



Consolidated Balance Sheet as at 31st March, 2019

(Amount in ₹)

Particulars	Note No.	Figures as at 31st March, 2019
I ASSETS		
1 Non-Current Assets		
(a) Property, Plant & Equipment	4	58,92,54,147
(b) Capital Work In Progress		-
(c) Goodwill on Consolidation	4	5,39,09,182
(d) Other Intangible Assets	4	3,72,375
(e) Financial Assets		
(i) Investments	5	2,87,500
(ii) Loans	6	51,01,022
(f) Other Non-Current Assets	7	37,82,307
Sub-Total		65,27,06,534
2 Current Assets		
(a) Inventories	8	7,49,99,036
(b) Financial Assets		
(i) Trade Receivables	9	24,80,77,131
(ii) Cash & Cash Equivalents	10	56,89,874
(iii) Loans	11	24,42,291
(c) Other Current Assets	12	3,85,01,661
Sub-Total		36,97,09,993
TOTAL ASSETS		1,02,24,16,527
II EQUITIES & LIABILITIES		
A Equity		
(a) Equity Share Capital	13	14,15,75,750
(b) Other Equity		13,24,47,010
Sub-Total		27,40,22,760
B Liabilities		
1 Non-Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	14	17,49,35,723
(b) Deferred Tax Liabilities (net)	15	4,33,69,463
(c) Other Non-Current Liabilities	16	4,00,000
		21,87,05,186
2 Current Liabilities		
(a) Financial liabilities		
(i) Borrowings	17	27,11,54,916
(ii) Trade Payables	18	15,47,36,337
(iii) Other Financial liabilities	19	7,90,87,600
(b) Other Current Liabilities	20	1,43,67,649
(c) Current Tax Liabilities	21	1,03,42,079
Sub-Total		52,96,88,580
TOTAL EQUITY & LIABILITIES		1,02,24,16,526

Statement of Accounting Policies and notes to Financial Statements

1 to 43

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

For & On Behalf of Board of Directors

Narayan Saboo	Chairman
Naresh Saboo	Managing Director
Mohit Saboo	Director & CFO
Sumit Nirmal Das	Company Secretary

Place : Surat
Date : 29th May, 2019



Consolidated Statement of Profit & Loss Account for the year ended 31st March, 2019

		(Amount in ₹)
Particulars	Note No.	Figures for the year ended on 31-03-2019
I. Revenue from Operations	22	1,00,07,90,601
II. Other Income	23	29,30,663
III. Total Revenue (I + II)		1,00,37,21,264
IV. Expenses		
Raw Material Consumed	24	27,46,15,403
Purchase of Traded Goods		13,69,13,204
Changes in Inventories of Finished Goods & Work in Progress	28	19,19,055
Excise Duty		-
Employee Benefit Expenses	25	10,58,33,338
Finance Costs	26	4,34,04,872
Depreciation & Amortization	4	3,76,55,835
Other Expenses	27	41,25,47,296
Total Expenses		1,01,28,89,004
V. Profit / (Loss) Before Tax		(91,67,740)
VI. Tax Expenses		
(1) Current Tax		48,01,020
(2) Income Tax For Earlier Years		53,71,793
Less:- MAT Credit Entitlement		-
Net Current Tax		1,01,72,813
(3) Deferred Tax Charge / (Credit)		(53,46,949)
Sub-Total		48,25,864
VII. Profit / (Loss) for the Period (After Tax)		(1,39,93,604)
VIII. OTHER COMPREHENSIVE INCOME		
A (i) Items that will not be reclassified to profit or loss		-
(ii) Income Tax relating to items that will not be reclassified to profit or loss		-
B (i) Items that will be reclassified to profit or loss		-
(ii) Income Tax relating to items that will be reclassified to profit or loss		-
IX. Other Comprehensive Income for the Period		-
X. Total Comprehensive Income for the Period		(1,39,93,604)
XI. Earnings Per Share (Basic & Diluted)	33	(0.99)
Statement of Accounting Policies and notes to Financial Statements		1 to 43

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

For & On Behalf of Board of Directors

Narayan Saboo	Chairman
Naresh Saboo	Managing Director
Mohit Saboo	Director & CFO
Sumit Nirmal Das	Company Secretary

Place : Surat
Date : 29th May, 2019



CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2019

(Amount in ₹)

PARTICULARS	2018-19
A. CASH FLOW FROM OPERATING ACTIVITIES	
Net Profit before tax and extra-ordinary items	(91,67,740)
ADJUSTMENTS FOR:	
1 Depreciation & Amortization	4,38,89,173
2 Interest Received Classified as Investment Cash Flows	(7,00,189)
3 Adjustment for Pre-Acquisition Profits	77,99,126
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	4,18,20,370
ADJUSTMENTS FOR:	
1 (Increase) / Decrease in Trade Receivables	(3,12,92,469)
2 (Increase) / Decrease in Other Assets	(1,12,95,220)
3 (Increase) / Decrease in Inventories	(45,51,653)
4 Increase / (Decrease) in Trade Payable	6,69,98,778
5 Increase / (Decrease) in Other Financial Liabilities	29,27,613
6 Increase / (Decrease) in Other Current Liabilities	13,97,513
7 Increase / (Decrease) in Other Non- Current Liabilities	-
CASH GENERATED FROM OPERATIONS	6,60,04,932
1 Income Taxes Paid	(2,47,36,152)
NET CASH FROM OPERATING ACTIVITIES	4,12,68,780
B. CASH FLOW FROM INVESTMENT ACTIVITIES	
1 Payment for Property, Plant & Equipment	(4,20,25,172)
2 (Increase) / Decrease in Loans & Deposits	6,58,19,688
3 (Increase) / Decrease in Investments	(27,500)
4 Payment for Acquisition of Subsidiary	(24,96,500)
5 Interest Received	7,00,189
NET CASH USED IN INVESTMENT ACTIVITIES	2,19,70,705
C. CASH FLOW FROM FINANCING ACTIVITIES	
1 Increase/(Decrease) in Working Capital from Bank	(46,63,795)
2 Increase/(Decrease) in Term Loans	(4,65,83,818)
3 Money Received against Share Warrant issued	2,25,00,000
4 Dividend Paid	(35,39,394)
5 Dividend Distribution Tax Paid	-
6 Proceeds from Unsecured Loans	(4,35,96,189)
NET CASH FROM FINANCING ACTIVITIES	(7,58,83,195)
NET INCREASE IN CASH & CASH EQUIVALENTS	(1,26,43,710)
CASH AND CASH EQUIVALENTS (OPENING)	1,83,33,583
CASH AND CASH EQUIVALENTS (CLOSING)	56,89,874

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

For & On Behalf of Board of Directors

Narayan Saboo	Chairman
Naresh Saboo	Managing Director
Mohit Saboo	Director & CFO
Sumit Nirmal Das	Company Secretary

Place : Surat
Date : 29th May, 2019



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2019

A. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON 31ST MARCH, 2019

Balance as at 1st April 2018	Changes in the Equity Share Capital during the Year	Balance as at 31st March 2019
14,15,75,750	-	14,15,75,750

B. OTHER EQUITY FOR THE YEAR ENDED ON 31ST MARCH 2019

PARTICULARS	RESERVES AND SURPLUS			OTHER RESERVES	Money Received Against Warrant	TOTAL
	Securities Premium	General Reserve	Retained Earnings	FVOCI - Equity Instruments		
As at 31st March 2019						
Opening Balance as at 1st April 2018	5,87,67,000	74,68,188	6,19,72,353	-	-	12,82,07,541
Profit for the Year	-	-	(1,39,93,604)	-	-	(1,39,93,604)
Warrant Money Received during the year	-	-	-	-	2,25,00,000	2,25,00,000
Other Comprehensive Income of the year	-	-	-	-	-	-
Dividend including DDT	-	-	(42,66,927)	-	-	(42,66,927)
Closing Balance as at 31st March 2019	5,87,67,000	74,68,188	4,37,11,822	-	2,25,00,000	13,24,47,010



Notes Forming Part of Financial Statements for the year ended 31st March, 2019

1 CORPORATE INFORMATION

Bigbloc Construction Limited ('the company') is a public limited company domiciled in India and incorporated under the provisions of the Company Law. Its shares are listed on BSE and NSE. The company is having its head quarters in Surat and plants at Umargaon. The company is primarily engaged in manufacture, sale and marketing of AAC Blocks.

2 BASIS OF PREPARATION

The financial statements (on standalone basis) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016.

Functional and presentation of currency

The financial statements are prepared in Indian Rupees which is also the Company's functional currency.

Basis of measurement

The financial statements have been prepared on a historical cost basis except for Certain Financial Assets measured at fair value (refer accounting policy regarding financial instruments)

Use of significant accounting estimates, judgements and assumptions

The preparation of financial statements requires the management to make estimates and assumptions considered in reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that estimates used in preparation of financial statements are prudent and reasonable. Future results could differ due to these estimates and the difference between actual results and the estimates are recognised in the periods in which these gets materialized.

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 Principles of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 31st March 2019. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31 March. When the end of the reporting period of the parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

3.2 Consolidation procedure:

- a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.
- b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate



an impairment that requires recognition in the consolidated financial statements.

Ind AS - 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group's investment in its associate is accounted for using the equity method. Under the equity method, the investment in an associate is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

3.3 Goodwill / Capital Reserve on consolidation:

The excess of cost to the Parent company of its investment in Subsidiary Companies and Associate Companies over the Parent Company's portion of equity, at the date on which investment in Subsidiaries and Associate Companies is made, is recognized as Goodwill in the Consolidated Financial Statements. When the cost to the Parent Company is less than the Parent Company's portion of equity, the difference is recognized in the financial statements as Capital Reserve. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

3.4 Other significant accounting policies

These are set out under "Significant Accounting Policies" as given in separate financial statements of Parent and subsidiary.

4. PROPERTY, PLANT & EQUIPMENT (PPE)

PARTICULARS	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK
	Balance as at 1st April, 2018	Additions / Adjustments	Disposals / Retirements	Balance as at 31st March, 2019	Balance as at 1st April, 2018	Depreciation Charge for the year	On Disposals	Balance as at 31st March, 2019	Balance as at 31st March, 2019
TANGIBLE ASSETS (Not On Lease)									
Land	43340424	0	0	43340424	0	0	0	0	43340424
Factory Building	201845161	31419046	0	233264207	25772108	6530697	0	32302805	200961402
Road	9470919	0	0	9470919	4689742	1055127	0	5744869	3726050
Plant & Machinery	368080666	13615662	0	381696328	93797019	24683339	0	118480358	263215970
Electric Installation	20368949	409637	0	20778586	8185786	2158886	0	10344672	10433914
Furniture	1004983	282881	0	1287864	418496	198920	0	617416	670448
Vehicle	65073400	18172037	0	83245437	8765839	8724195	0	17490034	65755403
Computer	1114607	323444	0	1438051	818836	199192	0	1018028	420023
Office Equipments	1157802	478495	0	1636297	776653	129131	0	905784	730513
Total Tangible Assets	711456911	64701202	0	776158113	143224479	43679487	0	186903966	589254147
INTANGIBLE ASSETS									
Goodwill on Consolidation	0	53909182	0	53909182	0	0	0	0	53909182
Computer Software	1237331	171200	0	1408531	850504	201706	0	1052210	356321
Web Page	39900	0	0	39900	15866	7980	0	23846	16054
Total Intangible Assets	1277231	54080382	0	55357613	866370	209686	0	1076056	54281557
Total	712734142	118781584	0	831515727	144090849	43889173	0	187980022	643535705



Notes Forming Part of Accounts as At 31st March, 2019

(Amount in ₹)

Particulars	As At 31st March, 2019
5 Non-Current Investments	
A. Valued at fair value through FVOCI	
(a) Investment in Equity Instruments (Fully Paid Up)	
(i) Unquoted	No. of Share
(a) SVC Co.Op. Bank	100
(b) Saraswat Co.Op. Bank Ltd.	2500
(b) Investment in Government Securities	
(a) Gold Bond Scheme	2,60,000
	2,87,500
Aggregate Amount of Unquoted Shares	2,87,500
Aggregate Amount of Quoted Shares and Market value thereof	-
Aggregate Amount of Impairment in Value of Investments	-
6 Non Current Financial Assets - Loans (Unsecured, Considered Good by Directors)	
(a) Security Deposits	51,01,022
TOTAL	51,01,022
7 Other Non-Current Assets	
(a) Capital Advances	37,82,307
TOTAL	37,82,307
8 Inventories	
1) Finished Goods	3,66,77,621
2) Stock in Process	12,88,798
3) Raw Material	3,41,65,417
4) Stores & Spares	13,79,600
5) Packing Material	11,12,600
6) Other	3,75,000
TOTAL	7,49,99,036
9 Trade Receivables	
Sundry Debtors	24,80,77,131
(Unsecured, considered good by Directors)	
TOTAL	24,80,77,131
10 Cash & Cash Equivalents <i>Cash & Cash Equivalents</i>	
(a) Cash in hand	33,34,266
(b) Balances with Current Account	23,55,608
TOTAL	56,89,874
11 Current Financial Assets - Loans (Unsecured, Considered Good by Directors)	
(a) Loans To Others	24,42,291
TOTAL	24,42,291
12 Other Current Assets (Unsecured, considered good by the Director)	
(a) Balances with Revenue Authorities	2,78,84,229
(b) Advances to suppliers and staff	1,06,17,433
TOTAL	3,85,01,661



Notes Forming Part of Financial Statements for the year ended 31st March, 2019**(Amount in ₹)**

Particulars	As At 31st March, 2019
13 Share Capital	
Authorized Share Capital	
1,50,00,000 Equity shares of Rs. 10/- each (P.Y. 1,50,00,000 Equity Shares of Rs. 10/- each)	15,00,00,000
Issued Share Capital	
1,41,57,575 Equity Shares of Rs. 10/- each (P.Y. 1,41,57,575 Equity Shares of Rs. 10/- each)	14,15,75,750
Subscribed & Fully Paid Up	
1,41,57,575 Equity Shares of Rs. 10/- each fully paid up (P.Y. 1,41,57,575 Equity Shares)	14,15,75,750
TOTAL	14,15,75,750

- 13.1** The Company has only one class of shares referred to as Equity Shares having face value of Rs. 10/- each. Each equity Shareholder is eligible for one vote per share held.

13.2 Reconciliation of No. of Equity Shares Outstanding at the Beginning & End of the reporting period:

Particulars	As at 31st March, 2019 (Number)
Shares Outstanding at the Beginning of the Year	1,41,57,575
(+) Shares Allotted during Year on account of Demerger	-
(-) Cancellation of Shares on Demerger	-
Shares Outstanding at the End of the year	1,41,57,575

13.3 Shares in the company held by each shareholder holding more than 5% Equity Shares

Name of Shareholder	Equity Shares	
	As at 31 March 2019	
	No. of Shares held	% of Holding
Mask Investments Limited	15,02,706	10.61%
Mohit Overseas Limited	15,98,622	11.29%
Mohit Yarns Limited	20,40,609	14.41%
NXT Fab Pvt. Ltd.	7,06,579	4.99%
Narayan S. Saboo	11,14,754	7.87%
Madhu N. Saboo	7,56,788	5.35%



Notes Forming Part of Accounts as At 31st March, 2019

		(Amount in ₹)
Particulars		As At 31st March, 2019
14 Non-Current Financial Liabilities - Borrowings		
(a) Secured Loans		
Term Loans - from Banks & NBFC		
Term Loans from Banks		15,84,96,895
HDFC Bank Commercial Vehicle Loan		6,07,01,945
Volkswagen Finance Car Loan		39,83,362
ICICI Bank Car Loan		7,82,821
		22,39,65,023
Less: - Current Maturities of Long Term Debt		7,79,99,174
Interest Accrued but not Due		10,30,126
Sub- Total		14,49,35,723
(b) Unsecured Loans		
(i) Loans from Other Companies		3,00,00,000
Sub- Total		3,00,00,000
TOTAL		17,49,35,723
14.1	Car Loans from Bank are secured by hypothecation of Motor Cars for which loan has beentaken.	
14.2	Term Loans from Banks are secured by hypothecation of all the fixed assets of the company.	
14.3	14.3 The Term Loans of the company is secured by Land & Building of Factory at Umargaon, Valsad (Gujarat).	
14.4	The Term Loans are also secured against personal properties of the directors and sister concern M/s Mohit Yarns Limited and Mohit Industries Limited. All the term loans are guaranteed by directors of the company.	
14.5	The Term Loans from SVC Co.Op. Bank Ltd. of Rs. 487.84 Lakhs are repayable in Equal Monthly Instalments of Rs. 39.78 Lakhs. The loan shall be repaid by January, 2020; March, 2020; May, 2020 and September, 2020. The rate of Interest at year end is 11.55%.	
14.6	The Commercial Vehicle Loan taken from HDFC Bank is secured against hypothecation of Trucks purchased against the same.	
14.7	The Term Loans of the company is secured by Land & Building of Factory at Kapadvanj, Kheda, Gujarat.	
15 Deferred Tax Liabilities		
Deferred Tax Liabilities:		
Property, Plant & Equipment		4,38,58,230
Deferred Tax Assets:		
Demerger Expenses (Deferred in Income Tax)		(4,88,767)
Net Deferred Tax Liability / (Asset)		4,33,69,463
16 Other Non-Current Liabilities		
(a) Deposits from Customers & Transporters		4,00,000
TOTAL		4,00,000
17 Current Financial Liabilities - Borrowings		
(a) Secured Loans		
(i) Loans from Bank Repayable on Demand		
(a) Cash Credit Limit from Banks		16,75,95,595
Sub- Total		16,75,95,595
(b) Unsecured Loans		
(a) Loans from related parties		62,88,081
(b) Loans from Other Companies		9,72,71,240
Sub- Total		10,35,59,321
TOTAL		27,11,54,916



Particulars	As At 31st March, 2019
17.1 Cash Credit limit from Bank is secured against hypothecation of stock & book debts. Cash Credit is also secured against security mentioned on Note No. 14.3. The rate of interest on closing is 11.30%.	
18 Current Financial Liabilities - Trade Payables	
A.Total outstanding dues of micro enterprises and small enterprises (See Note No. 34)	32,43,412
B. Total outstanding dues of creditors other than micro enterprises and small enterprises: -	
(a) Sundry Creditors For Goods & Capital Goods	9,53,81,353
(b) Sundry Creditors For Services	5,61,11,572
TOTAL	15,47,36,337
19 Other Financial Liabilities	
(a) Current Maturities of Long term Borrowings	7,79,99,174
(b) Interest Payable on Term Loans	10,30,126
(c) Unclaimed Dividend	58,300
TOTAL	7,90,87,600
20 Other Current Liabilities	
(a) Expenses Payable	73,88,582
(b) Statutory Dues Payable	67,68,642
(c) Advances from Customers	2,10,425
TOTAL	1,43,67,649
21 Current Tax Liabilities	
Income Tax Payable	48,13,526
Provision for Current Tax	48,01,020
Dividend Distribution Tax Payable	7,27,533
TOTAL	1,03,42,079
22 Revenue from Operations	
Sales of Manufactured Goods	71,94,00,349
Sales of Traded Goods	28,13,85,971
Carbon Credit	-
Rate Difference	4,281
TOTAL	100,07,90,601
23 Other Income	
Interest from Debtors	8,09,987
Insurance Claim Received	2,48,224
Interest on Loan	4,51,965
Dividend Income	948
Freight Re-imbursement	2,859
Late Payment Charges received	-
Staff Professional tax written back	14,16,680
TOTAL	29,30,663
24 Raw Material Consumed	
Raw Material Consumed	27,46,15,403
TOTAL	27,46,15,403
25 Employee Benefit Expenses	
Salary & Bonus	5,33,33,767
Labour Wages	4,84,72,134
Staff Welfare	40,27,437
TOTAL	10,58,33,338



Particulars		As At 31st March, 2019
26 Finance Cost		
Interest Paid		4,08,24,912
Other Bank & Finance Charges		25,79,960
	TOTAL	4,34,04,872
27 Other Expenses		
Manufacturing Expenses		
Power & Fuel charges		7,46,07,062
Stores & Spares Consumed		72,50,758
Carriage Inward		8,33,01,693
Factory Expenses		1,56,98,231
Repairs to Machinery		33,21,985
	(a)	18,41,79,728
Administrative Expenses		
Auditors Remuneration		3,25,000
Demat Expense		31,206
Travelling & Conveyance		30,03,576
Electrical Expenses		9,62,695
Electricity Expenses		3,13,761
Printing & Stationery		6,50,580
Postage, Telegram & Telephone Expenses		3,84,058
Insurance Charges		7,87,438
Vehicle Expenses		16,74,333
Vehicle Hire Charges		3,86,976
Donation		26,720
Office & General Expenses		15,01,025
Security Service Charges		16,14,377
Computer Expenses		5,62,723
Listing Fees		9,20,000
Membership Fees		20,000
Rent Paid		32,25,365
Demerger Expenses		2,50,000
Legal & Professional fees		31,80,642
Misc. Balances w/off		9,19,274
Municipal and Other Taxes		49,477
Interest on Dividend Distribution Tax		-
Interest on Excise duty		1,33,714
Interest on TDS		598
Interest on GST & Service Tax		5,15,666
Penalty		1,69,802
Carbon credit Expense		-
Tender Fees		-
Rate & Taxes		2,72,000
	(b)	2,18,81,005
Selling & Distribution Expenses		
Octroi		-
Discount & Claim		-
Packing Expense		57,90,358
Carriage Outward		14,17,46,100
Truck Expenses		5,27,88,125
Sales Promotion Expense		30,500
Sales Incentive Expenses		1,76,200



Particulars	As At 31st March, 2019
Rate Difference	1,09,576
Commission	52,12,022
Sponsorship Fees	-
Bad Debts	2,36,066
Advertisement & Sales Promotion	3,97,615
(c)	20,64,86,563
TOTAL (a+b+c)	41,25,47,296
28 Changes in Inventories of Finished Goods	
Opening Stock of Finished Goods	3,89,08,072
Opening Stock of WIP	9,77,402
Less:- Closing Stock of Finished Goods	3,66,77,621
Less:- Closing Stock of WIP	12,88,798
TOTAL	19,19,055

29 CONTINGENT LIABILITY & COMMITMENTS:-

- (i) Contingent Liabilities not provided for Rs. 28.38 Lakhs in respect of Stamp Duty raised by Stamp Duty Department on Demerger of AAC Block Division of Mohit Industries Limited in the Company. The Company has disputed the amount of Stamp Duty.
- (ii) Contingent Liabilities not provided for Rs. 3.11 Lakhs in respect of Income Tax Demand of A.Y. 2016-17.
- (iii) **Commitments:-**
- (a) Estimated amount of contracts remaining to be executed on capital account and not provided for is Rs. 15 Lakhs against which advance paid is Rs. 14.33 Lakhs.
- (b) Uncalled Liability on shares and other investments partly paid Rs. Nil
- (c) Other Commitments Rs. Nil

30	a) Value of imports	NIL
	b) Expenditure in Foreign Currency	NIL
	c) Amount remitted in Foreign currency on dividend A/c	NIL

31	a) Exports on F.O.B.	NIL
	b) Earnings in Foreign Currency	NIL

32 Auditors Remuneration:

Particulars	F.Y. 2018-19
1) As Audit Fees	3,25,000

33 EARNINGS PER SHARE

Sl. No.	Particulars	UNIT OF MEASUREMENT	March 31, 2019
1	Profit Attributable to ordinary Equity Holders	Rs.	(1,39,93,604)
2	Weighted Average Number of Equity Shares *	Number	1,41,57,575
3	Earnings Per Share - Basic	1 / 2	(0.99)

1	Profit Attributable to ordinary Equity Holders	Rs.	(1,39,93,604)
2	Weighted Average Number of Equity Shares *	Number	1,41,57,575
3	Earnings Per Share - Diluted	1 / 2	(0.99)



34 Disclosures as required under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act):-

Sl. No.	Particulars	As At March 31, 2019
A	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	32,43,412
B	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-
C	Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	97,04,969
D	Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during year	-
E	Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-
F	Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-

The above information disclosure regarding Trade Payables of Micro, Small and Medium Enterprises is made on basis of information available from suppliers' regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and relied upon by Auditors.

35 Disclosure pursuant to Indian Accounting Standard 19 'Employee benefits':

(A) The Company has recognized the following amounts towards defined contribution plans as an expense and included in the Statement of Profit and Loss.

Particulars	F. Y. 2018-19
Provident Fund	4,73,997

(B) The company has not provided for Post Employment Benefits and other long term employee benefits under Defined Benefit Plans on accrual basis but provides the same as and when they become due for payment. Accordingly, the following amounts have been provided as expenses during the year and charged in the Statement of Profit and Loss as they have become due:

Particulars	F.Y. 2018-19
Gratuity	23,077

36 Segment Reporting

In line with Ind AS - 108 on 'Operating Segments', taking into account the organizational structure, product type as well as the differing risks and returns criterion, the Company is engaged in only one reportable segment viz. "AAC Blocks Division".

37 RELATED PARTY RELATIONSHIP AND TRANSACTION

A. Name of Related Parties & Nature of Relationships

a) Enterprises Controlled by Key Managerial Personnel & their relatives

1 Mohit Industries Limited	4 Mohit Texport Pvt. Ltd.
2 Soul Clothing Pvt. Ltd.	5 Mask Investments Limited
3 Mohit Exim Pvt. Ltd.	

b) Key Managerial Personnel

1 Narayan S. Saboo	3 Mohit N. Saboo
2 Naresh S. Saboo	4 Manish N. Saboo



B. Transactions with Related Parties**(Amount in ₹)**

Particulars	Enterprises Controlled by Key Management personnel	Key Managerial Personnel & Their Relatives
	Current Year	Current Year
Transaction during the year		
(a) Loans Taken	5,77,61,728	1,16,06,000
(b) Repayment of Loans Taken	5,83,52,254	2,26,94,000
(c) Interest Paid	7,42,591	-
(d) Salary Paid	-	14,40,000
Balances as at Year End		
(a) Trade Receivables	-	-
(b) Trade Payables	-	14,40,000
(c) Advances Given	-	-
(d) Loans Given	-	-
(e) Unsecured Loans	9,61,063	53,27,018

C. Disclosure in respect of Material Related party transaction during the year**(Amount in ₹)**

Particulars	Enterprises Controlled by Key Management personnel	Key Management Personnel & Relatives of Key Management Personnel
(a) Loans Taken		-
-- Mohit Industries Limited	5,77,61,728	-
-- Manish Saboo	-	21,00,000
-- Mohit Saboo	-	18,00,000
-- Narayan Saboo	-	47,55,000
-- Naresh Saboo	-	29,51,000
(b) Repayment of Loans Taken		
-- Mohit Industries Limited	5,83,52,254	-
-- Manish Saboo	-	50,30,000
-- Mohit Saboo	-	51,33,000
-- Narayan Saboo	-	72,80,000
-- Naresh Saboo	-	52,51,000
(c) Interest Paid		
-- Mohit Industries Limited	7,42,591	-
(d) Salary Paid		
-- Mohit Saboo	-	4,20,000
-- Manish Saboo	-	4,20,000
-- Naresh Saboo	-	3,00,000
-- Narayan Saboo	-	3,00,000



38 Financial Risk Management

Bigbloc Construction Limited (BCL) continues to deploy a well articulated risk management framework. This is based upon a three-tiered approach encompassing (i) enterprise risks, (ii) process risks, and (iii) compliance risks.

- (i) Enterprise risk : The company continue to evaluate the risk and also ensures that the mitigation processes are in place.
- (ii) Process risk management involves assurances by the Company's internal audit department regarding the effectiveness of business and financial controls and processes in all key activities across the various business processes.
- (iii) Compliance risk management comprises a detailed mechanism of assurances with respect to adherence of all laws and regulations, with a comprehensive reporting process that cascades upwards from the accountable business line executives to BCL's Audit Committee and then on to the Board of Directors.

The outcomes of business review meetings conducted by management and internal audit regarding processes and their compliance, as well as observations of the Audit Committee and the Board of Directors are continuously incorporated to capture new risks and update the existing ones. All three dimensions of BCL's Risk Management framework are reviewed annually for their relevance and modifications, as required. The businesses and internal audit make regular presentations to the Audit Committee for detailed review. The risk management process, including its tracking and adherence, is substantially enabled for greater consistency and better reporting capabilities.

39 CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements of Bigbloc Construction Limited and its subsidiaries is prepared in accordance with Ind AS - 110 on Consolidated Financial statements. The details of such subsidiary and associates are as follows:-

Name of Subsidiary	% of Holding of Bigbloc Construction Limited	Date of Financial Statements
1 Starbigbloc Building Material Pvt. Ltd.	100.00%	31st March, 2019

40 STATEMENT OF NET ASSETS AND PROFIT OR LOSS ATTRIBUTABLE TO OWNERS AND MINORITY INTEREST

		As % of Consoli- dated Net Assets	Net Assets i.e. Total Assets minus Total Liabilities	As % of Consoli- dated Profit	Shares in Consoli-dated Profit or Loss or Loss	As % of Other Compre- hensive Income	Share in Other Compre- hensive Income	As % of Total Compre- hensive Income	Share in Total Compre- hensive Income
A Parent									
	Bigbloc Construction Limited	110.53%	30,28,67,766	-41.59%	58,20,272	0.00%	-	-41.59%	58,20,272
B Subsidiary									
	Indian								
	Starbigbloc Building Material Pvt. Ltd.	-10.53%	(2,88,45,005)	141.59%	(1,98,13,875)	0.00%	-	141.59%	(1,98,13,875)
		100%	27,40,22,761	100.00%	(1,39,93,603)	0.00%	-	100.00%	(1,39,93,603)

41 FORM AOC - I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries, associates and joint ventures

Part "A": Subsidiaries

Sl. No.	Particulars	Details
1	Sl. No.	1
2	Name of the Subsidiary	Starbigbloc Building Material Pvt. Ltd.
3	The date since when subsidiary was acquired	25th October, 2018
4	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31st March, 2019
5	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable, as Subsidiary is not a Foreign Company.



Sl. No.	Particulars	Details
6	Share Capital	4,99,30,000
7	Reserves & Surplus	(13,01,87,688)
8	Total Assets	28,27,80,276
9	Total Liabilities	36,30,37,963
10	Investments	2,85,000
11	Turnover	24,41,92,679
12	Profit Before taxation	(2,10,45,879)
13	Provision for taxation	-
14	Profit After taxation	(2,10,45,879)
15	Proposed Dividend	-
16	Extent of shareholding (In percentage)	100.00%

1 Names of subsidiaries which are yet to commence operations :- None

2 Names of subsidiaries which have been liquidated or sold during the year. :- None

Part "B": Associates and Joint Ventures

Not Applicable as there are no Associates.

42 Additional Information as required by para 7 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either Nil or Not Applicable.

43 This being the first year of Consolidation, previous year figures are not provided.

As per our Audit Report Attached
For RKM & CO.
Chartered Accountants
Firm Registration No.: 108553W

(Deepak V. Bhatia)
Partner
M. No. 102465

For & On Behalf of Board of Directors

Narayan Saboo	Chairman
Naresh Saboo	Managing Director
Mohit Saboo	Director & CFO
Sumit Nirmal Das	Company Secretary

Place : Surat
Date : 29th May, 2019







BIGBLOC CONSTRUCTION LIMITED

CIN NO. L45200GJ2015PLC083577

Regd. office: 6th Floor, A-601/B, International Trade Centre, Majura Gate Ring Road, Surat 395002

Phone: +91 261 2463261, Website: www.bigbloconstruction.com / www.nxtbloc.in

04th ANNUAL GENERAL MEETING

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Folio No./DP ID/ Client ID#	
No. of Equity Shares Held	

I certify that I am member/proxy/authorized representative for the member of the Company.

I hereby record my presence at the 04th Annual General Meeting of the Company being held at **204, 2nd Floor, Jay Sagar Complex, Behind J.K. Tower, Near Sub-Jail, Khatodara, Surat – 395002, Gujarat** on Monday, the 30th September, 2019 at 4.00 P. M.

Name of Shareholder (In Block letter)	
Name of proxy/ Authorized Representatives attending* (In Block letter)	

* Strike out whichever is not applicable

#Applicable for Shareholders holding Shares in Dematerialized Form.

Signature of the attending Shareholder/

Proxy/Authorised Representative*

BIGBLOC CONSTRUCTION LIMITED

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PROXY FORM

FORM NO. MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of Companies Management and Administration) Rules, 2014]

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	

I/We _____ being member(s) of above named company, hereby appoint

1) Name: _____ Address: _____

Email Id: _____ Signatures: _____ or falling him:

2) Name: _____ Address: _____

Email Id: _____ Signatures: _____ or falling him:

3) Name: _____ Address: _____

Email Id: _____ Signatures: _____ or falling him:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 04th Annual General Meeting of the Company being held at registered office of the Company at **204, 2nd Floor, Jay Sagar Complex, Behind J.K. Tower, Near Sub-Jail, Khatodara, Surat – 395002, Gujarat** on Monday, the 30th September, 2019 at 04.00 P.M and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolutions	Vote (*Optional)	
		For	Against
	Ordinary Business		
1.	Ordinary Resolution for Adoption of Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.		
2.	Ordinary Resolution for Re-appointment of Mr. Mohit Saboo (DIN No. 02357431) as a Director of the Company, who retires by rotation.		

Signed this _____ day of _____ September, 2019

Affix
Rs. 1
Revenue
Stamp

Signature of the Shareholder

Signature of Proxy Holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 04th Annual General Meeting.
3. Please complete all details including details of member(s) in above box before submission.
4. It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

VISION

We are committed to innovative growth through our personal passion, reinforced by a professional mindset, creating value for all those we touch.

Mission

"To be the most preferred and most trusted company for green products and services that create safe and stable environments."

VALUES

Our success is our commitment to the values.

We stick by the pillars of our organization:
Integrity, commitment and Quality





NXTBLOC®
AUTOCLAVED AERATED CONCRETE BLOCKS



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