

# BABA ARTS LIMITED

CIN: L72200MH1999PLC119177

B1 & B4, Baba House, 86, M.V. Road, Andheri (East), Mumbai 400093

Tel: 022-35996612 Website: [www.babaartslimited.com](http://www.babaartslimited.com)

Email: [babaartslimited@yahoo.com](mailto:babaartslimited@yahoo.com)/[investors@babaartslimited.com](mailto:investors@babaartslimited.com)

19<sup>th</sup> September, 2024

To,  
Dept. of Corporate Services-CRD,  
The BSE Limited,  
Phiroze Jeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

SCRIP CODE: 532380

SCRIP NAME: BABA

**Sub.: Outcome of the 25th Annual General Meeting of Baba Arts Limited ("the company") held on Wednesday the 18<sup>th</sup> September, 2024 in accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

The 25th Annual General Meeting ("AGM") of the Company was held on Wednesday, the 18<sup>th</sup> September, 2024 at 11.30 a.m. (IST) and concluded at 12.25 p.m. (IST) at Juhu Vile Parle Gymkhana Club, Activity Hall, Ground Floor, Opp. Juhu Bus Depot, Juhu, Mumbai-400049. The shareholders of the Company have approved the following resolutions by majority vote by Remote e-voting and on voting by Poll:

**ORDINARY BUSINESS:**

**ORDINARY RESOLUTIONS:**

1. Adoption of Audited Financial Statements and Report of the Board of Directors and Auditor's Report thereon for the Financial Year ended 31st March, 2024.
2. Appointment of Mr. Gordhan P. Tanwani (DIN 00040942) as Director of the Company liable to retire by rotation.

It is hereby confirmed that Mr. Gordhan P. Tanwani is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director by any order of Securities Exchange Board of India or any other such authority.

Pursuant to the requirements of Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Particulars of Attendance and mode of voting along with details of Results of Remote E-voting and voting during AGM (**Annexure "A"**) in respect of all resolutions as set out in the notice dated 21<sup>st</sup> May, 2024. We also enclose Scrutinizer's Consolidated Report (**Annexure "B"**).

All the resolutions set out in the Notice of the AGM were approved with requisite majority.

Kindly take the above document on your record and acknowledge.

Also arrange to disseminate the voting results on the Website of the Exchange.

Thanking You,

Yours Faithfully,

For Baba Arts Limited

  
Naishadh H. Mankad

Company Secretary & Compliance Officer

Encl:a/a





General Information about the Company									
Disclosure as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015									
Company Name	BABA ARTS LIMITED	ISIN	INE893AO1036	Scrip Code	532380	Type of Meeting	AGM		
Scrutinizer Details									
Name of the Scrutinizer	CS Nrupang Dholakia		Membership Number	10032		Name of the Firm	Dholakia & Associates LLP		
Date of the Notice	21-May-24		No. of Shareholders present in the meeting either in person or through Proxy						
Cut Off Date	11-Sep-24		Promoters & Promoter Group						
Date of AGM	18-Sep-24		Public						
Total No. of Shareholders on Cut Off Date	7829		No. of Shareholders attended the Meeting through Video Conferencing						
Start time of the AGM	18-09-2024 11:30 a.m. (IST)		Promoters & Promoter Group						
End Time of the AGM	18-09-2024 12:25 p.m (IST)		Public						
Resolution (1)									
Resolution required: (Ordinary / Special)	Ordinary								
Whether promoter/promoter group are interested in the agenda/resolution?	No								
To receive, consider and adopt the audited financial statements and the reports of the Board of Directors and Auditors thereon for the financial year ended on 31st March, 2024									
Description of resolution considered Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$	
	Poll		26608000	67.864	26608000	-	100.0000	-	
	Postal Ballot (if applicable)	39208000	12600000	32.136	12600000	-	100.0000	-	
<b>Total</b>		<b>39208000</b>	<b>39208000</b>	<b>100.0000</b>	<b>39208000</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	
Public- Institutions	E-Voting		-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	
Public- Non Institutions	E-Voting		473945	3.566	473945	-	100.0000	-	
	Poll	13292000	1024	0.008	1024	-	100.0000	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
<b>Total</b>		<b>13292000</b>	<b>474969</b>	<b>3.5733</b>	<b>474969</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	
<b>Total</b>		<b>52500000</b>	<b>39682969</b>	<b>75.5866</b>	<b>39682969</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	
Whether Resolution is Pass or not									
Yes									
Details of Invalid Votes									
			Category	No. of Votes					
			Promoter & Promoter Group	0					
			Public Institutions	0					
			Public-Non Institutions	150					

For BABA ARTS LIMITED



Company Secretary



Resolution (2)

Resolution (2)										
Resolution required: (Ordinary / Special)										
Whether promoter/promoter group are interested in the agenda/resolution?										
To appoint Director in place of Mr. Gordhan P. Tanwani (DIN 00040942) who retires by rotation and being eligible offers himself for reappointment.										
Description of resolution considered										
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		26608000	67.864	26608000	-	100.0000	-		
	Poll		12600000	32.136	12600000	-	100.0000	-		
	Postal Ballot (if applicable)	39208000								
	<b>Total</b>		39208000	100.0000	39208000	-	100.0000	-		
Public- Institutions	E-Voting									
	Poll									
	Postal Ballot (if applicable)									
	<b>Total</b>									
Public- Non Institutions	E-Voting		473945	3.566	473945	-	100.0000	-		
	Poll		1024	0.008	1024	-	100.0000	-		
	Postal Ballot (if applicable)	13292000								
	<b>Total</b>		13292000	474969	3.5733	474969	-	100.0000	-	
<b>Total</b>		52500000	39682969	75.5866	39682969	-	100.0000	-		
Whether Resolution is Pass or not										
Yes										
Details of invalid Votes										
Category					No. of Votes					
Promoter & Promoter Group					0					
Public Institutions					0					
Public-Non Institutions					150					

For BABA ARTS LIMITED



Company Secretary

**Managing Partner**  
**CS Nrupang B. Dholakia**  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**DHOLAKIA & ASSOCIATES LLP**  
(COMPANY SECRETARIES)

**Designated Partner**  
**CS Michelle Martin**  
B. Com, A.C.S, L.L.B

**Combined Report of Scrutinizer for Remote e-voting and Poll**

To,

**Mr. Gordhan P. Tanwani**

**The Chairperson of the 25<sup>th</sup> Annual General Meeting of Baba Arts Limited**

Held on Wednesday, September 18, 2024 at 11.30 a.m. (IST) at Juhu Vile Parle Gymkhana Club, Activity Hall, Ground Floor, Opp: Juhu Bus Depot, Juhu, Mumbai - 400049.

Dear Sir,

I, **CS Nrupang B. Dholakia, Managing Partner of Dholakia & Associates LLP, Company Secretaries ("Firm")** was appointed as a Scrutinizer by the Board of Directors of **Baba Arts Limited ("the Company")** pursuant to sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-voting) and the Poll process for the resolutions contained in the Notice of 25<sup>th</sup> Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. After the time fixed for the poll by the Chairperson, one (1) empty ballot box kept for polling was locked in presence of Mr. Nrupang Dholakia, Managing Partner of the firm and members who were present.
3. The locked ballot box was subsequently opened in presence of Mr. Nrupang Dholakia, Managing Partner of the firm and in the presence of Ms. Shrutika S. Narvekar and Mr. Prashant Kirtikar who are not in the employment of the Company. The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and Link Intime India Private Limited (formerly known as Universal Capital Securities Private Limited), Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.



Managing Partner  
CS Nrupang B. Dholakia  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**DHOLAKIA & ASSOCIATES LLP**  
(COMPANY SECRETARIES)

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5. The remote e-voting commenced on Saturday, September 14, 2024 at 9.00 a.m. (IST) and ended on Tuesday, the September 17, 2024 at 5.00 p.m. (IST).
6. The remote e-voting result was unblocked at Mumbai from the website of Link Intime India Private Limited i.e. <https://instavote.linkintime.co.in>. after votes cast by poll at the Meeting was counted by me and the excel file containing the result was opened in the presence of Mr. Vidyut Vasavada and Mr. Lalit Shah who are not in the employment of the Company.
7. **The Combined Result (Remote e-voting + Poll) is as under:**

- (a) **Item No 1: To receive, consider and adopt the audited financial Statements and the reports of the Board of Directors and Auditors thereon for the financial year ended on 31<sup>st</sup> March, 2024 – Ordinary Resolution.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
<b>A. Remote e-voting</b>		
Total Votes received by electronic mode	70	2,70,82,075
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>70</b>	<b>2,70,82,075</b>
<b>B. Poll</b>		
Total Votes received by Poll	28	1,26,01,044
<b>Less:</b> Total Number of Invalid Votes (Refer Point 13)	6	150
<b>Total Number of Valid Votes</b>	<b>22</b>	<b>1,26,00,894</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	98	3,96,83,119
<b>Less:</b> Total Number of Invalid Votes	6	150
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>3,96,82,969</b>

Managing Partner  
CS Nrupang B. Dholakia  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

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(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
70	2,70,82,075	100
<b>B. Poll</b>		
22	1,26,00,894	100
<b>C. Combined (A+B)</b>		
<b>92</b>	<b>3,96,82,969</b>	<b>100</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
NIL	NIL	NIL
<b>B. Poll</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

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**Item No. 2: To appoint director in place of Mr. Gordhan P. Tanwani (DIN: 00040942) who retires by rotation and being eligible offers himself for reappointment – Ordinary Resolution.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
<b>A. Remote e-voting</b>		
Total Votes received by electronic mode	70	2,70,82,075
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>70</b>	<b>2,70,82,075</b>
<b>B. Poll</b>		
Total Votes received by Poll	28	1,26,01,044
<b>Less:</b> Total Number of Invalid Votes (Refer Point 13)	6	150
<b>Total Number of Valid Votes</b>	<b>22</b>	<b>1,26,00,894</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	98	3,96,83,119
<b>Less:</b> Total Number of Invalid Votes	6	150
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>3,96,82,969</b>



Managing Partner  
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Designated Partner  
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B. Com, A.C.S, L.L.B

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
70	2,70,82,075	100
<b>B. Poll</b>		
22	1,26,00,894	100
<b>C. Combined (A+B)</b>		
92	3,96,82,969	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
NIL	NIL	NIL
<b>B. Poll</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
NIL	NIL	NIL

8. A list of equity shareholders who voted by Poll at the Meeting and who voted "FOR," "AGAINST" and those whose votes were declared invalid shall be e-mailed to the Company Secretary of the Company.
9. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection provided in the Annexure attached herewith which forms an integral part of this Report.
10. The poll papers and all other relevant records were sealed and handed over to Mr. Naishadh Mankad, Company Secretary of the Company authorized by the Board for safe keeping.
11. You may accordingly declare the result of the Remote e-voting and Poll.



**Managing Partner**  
**CS Nrupang B. Dholakia**  
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**(COMPANY SECRETARIES)**

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12. The Register of Remote e-voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves, and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.
13. *Kindly note that out of the total 28 individuals who participated in the Poll conducted at the Meeting, 3 shareholders, holding a total of 20 shares of the Company, cast their votes both via the remote e-voting facility provided by the Company and at the Poll conducted by the Chairperson during the meeting. Consequently, their votes cast at the Poll have been deemed rejected, and only their votes cast through remote e-voting have been considered. Furthermore, the votes of 3 persons holding a total of 130 shares, who submitted their votes on plain paper at the Poll conducted during the meeting, have been declared invalid, and the said Poll papers have been rejected accordingly.*

Thanking you,

Yours faithfully,

**NRUPANG  
BHUMITRA  
DHOLAKIA**

Digitally signed by NRUPANG  
BHUMITRA DHOLAKIA  
DN: c=IN, o=Personal,  
postalCode=400051, st=Maharashtra,  
serialNumber=F00A47593E8B457DD4  
E896941E41EA908D75D67D25D1954  
3EB5536991E0399B, cn=NRUPANG  
BHUMITRA DHOLAKIA  
Date: 2024.09.19 18:26:42 +05'30'

**CS Nrupang Bhumitra Dholakia**  
**Managing Partner**  
**Dholakia & Associates LLP**  
**(Company Secretaries)**  
**FCS: 10032 CP No: 12884**

**ICSI Unique Code: P2014MH034700**  
**Peer Review Certificate No: 2404/2022**  
**ICSI UDIN: F010032F001255562**  
**Place: Mumbai**  
**Date: September 19, 2024**

**Place: Mumbai**  
**Date: September 19, 2024**

**Gordhan  
Prabhudas  
Tanwani**

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Gordhan Prabhudas  
Tanwani  
Date: 2024.09.19  
18:49:36 +05'30'

**Mr. Gordhan P. Tanwani**  
**Chairperson & Managing Director**  
**DIN: 00040942**  
**Baba Arts Limited**

Managing Partner  
CS Nrupang B. Dholakia  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**DHOLAKIA & ASSOCIATES LLP**  
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Designated Partner  
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**ANNEXURE**

**A. BASIS OF ACCEPTANCE**

**I. VOTING THROUGH ELECTRONIC MODE:**

1. Member has voted only through Remote e-voting i.e. electronic mode.
2. Members has voted by Physical Poll Form and Remote e-voting both, then voting done through Remote e-voting has been considered and Physical Poll Form has been treated as 'Invalid.'

**II. PHYSICAL POLL FORM:**

1. The assent or dissent has been given by any other mark; the Poll Paper has been considered.
2. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding; the actual shareholding has been considered.
6. If the Shareholder has voted both in Remote e-voting and Poll, then voting done through Remote e-voting has been considered and voting done through Poll has been treated as Invalid.



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**B. BASIS OF REJECTION**

**I. VOTING THROUGH ELECTRONIC MODE:**

1. Corporate / Institutional Members (other than Individuals, HUF, NRI etc.) who have not uploaded the scanned copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. on the website of Link Intime India Private Limited i.e. <https://instavote.linkintime.co.in>. have been considered invalid.
2. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.
3. Related parties voted to approve the Related Party Transaction.

**II. PHYSICAL POLL FORM:**

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.
7. The Poll Paper received is torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes.

**Managing Partner**  
**CS Nrupang B. Dholakia**  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**Designated Partner**  
**CS Michelle Martin**  
B. Com, A.C.S, L.L.B

**DHOLAKIA & ASSOCIATES LLP**  
**(COMPANY SECRETARIES)**

8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
9. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
10. If the Identity of the person voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
11. If the Shareholder has voted both in Remote e-voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid.

**NRUPANG**  
**BHUMITRA**  
**DHOLAKIA**  
**CS Nrupang Bhumitra Dholakia**  
**Managing Partner**  
**Dholakia & Associates LLP**  
**(Company Secretaries)**  
**FCS: 10032 CP No: 12884**

Digitally signed by NRUPANG  
BHUMITRA DHOLAKIA  
DN: c=IN, o=Personal,  
postalCode=400051, st=Maharashtra,  
serialNumber=F00A47593E8B457DD4E  
896941E415A908D75D67D25D19543E  
8555369991E0399B, cn=NRUPANG  
BHUMITRA DHOLAKIA  
Date: 2024.09.19 18:27:09 +05'30'

**ICSI Unique Code: P2014MH034700**  
**Peer Review Certificate No: 2404/2022**  
**ICSI UDIN: F010032F001255562**  
**Place: Mumbai**  
**Date: September 19, 2024**

**Place: Mumbai**  
**Date: September 19, 2024**

**Gordhan**  
**Prabhudas**  
**Tanwani**  
**Mr. Gordhan P. Tanwani**  
**Chairperson & Managing Director**  
**DIN: 00040942**  
**Baba Arts Limited**

Digitally signed by  
Gordhan Prabhudas  
Tanwani  
Date: 2024.09.19  
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