

BABA ARTS LIMITED

(CIN: L72200MH1999PL1011977)

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PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF BABA ARTS LIMITED FOR BUYBACK OF EQUITY SHARES THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BSE) OF SECURITIES REGULATIONS, 2018
This Public Announcement ("the Public Announcement") is being made pursuant to the provisions of Regulation 7(f) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("the Buy-Back Regulations") for the time being in force including any statutory modifications and amendments from time to time which contains the disclosures as specified in Schedule II to the Buy-Back Regulations.

OFFER FOR BUYBACK OF UPTO 71,38,300 FULLY PAID UP EQUITY SHARES OF BABA ARTS LIMITED ("THE COMPANY") OF FACE VALUE OF ₹ 1 (RUPEES ONE ONLY) EACH AT A PRICE OF ₹ 4.50 (RUPEES FOUR AND FIFTY PAISE ONLY) TO FULLY PAID UP EQUITY SHARES IN CASH ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM.

1. Details of the Buyback Offer:
The Board of Directors ("the Board", which term shall, unless specified to the contrary or meaning thereof, be deemed to include a duly authorized committee thereof) of BABA ARTS Limited ("the Company") at its meeting held on November 13, 2018 ("Board Meeting") approved the proposal of Buy Back of up to 71,38,300 (Seventy One Lakh Eighteen Thousand Three Hundred and Fifty) fully-paid-up Equity Shares of face value ₹ 1/- each ("Shares" or "Equity Shares"), at a maximum price of ₹ 4.50/- per share aggregating to ₹ 3,21,32,250 (Rupees Three Crore Thirty Eight Lakh Three Thousand Two Hundred and Fifty) only, to the equity shareholders of the Company as on the Record Date (hereinafter referred to as the "Tender Offer") route subject to approval of the Equity Shareholders of the Company. The Board of Directors at their meeting approved the Postal Ballot Notice dated November 13, 2018 ("Postal Ballot Notice") to seek the approval of the Equity Shareholders of the Company for the Buyback through a Special Resolution.

The Equity Shareholders of the Company approved the "Buyback" of up to 71,38,300 (Seventy One Lakh Eighteen Thousand Three Hundred and Fifty) fully-paid-up Equity Shares of face value ₹ 1/- each, from the equity shareholders of the Company as on the Record Date (hereinafter referred to as the "Buyback") at a maximum price of ₹ 4.50/- (Rupees Four and Fifty Paise Only) per share payable in cash, aggregating to ₹ 3,21,32,250 (Rupees Three Crore Thirty Eight Lakh Three Thousand Three Hundred and Fifty) only, which includes the transaction costs such as securities transaction tax, GST, stamp duty, filing fees, expenses, brokerage, public announcement expenses, printing and dispatch expenses and other incidental and related expenses. The results of the Postal Ballot Resolution were announced on January 02, 2019 ("Shareholders Approval"). The Equity Shareholders authorized the Board to finalize the terms of the Buyback, including the price of Buyback, total amount to be utilized for buy back within the Buyback and the time frame for Buy Back. Subsequently the Board in its meeting held on January 03, 2019, approved the terms of Buyback of up to 71,38,300 (Rupees Four and Fifty Paise Only) per Equity Share ("Buy Back Price") and the total amount for Buy Back i.e. ₹ 3,21,32,250 (Rupees Three Crore Thirty Eight Lakh Three Thousand Three Hundred and Fifty) only ("Buy Back Size").

2. Details of the Buyback Offer:
The Board of Directors at their meeting held on January 03, 2019, approved the terms of Buyback of up to 71,38,300 (Rupees Four and Fifty Paise Only) per Equity Share ("Buy Back Price") and the total amount for Buy Back i.e. ₹ 3,21,32,250 (Rupees Three Crore Thirty Eight Lakh Three Thousand Three Hundred and Fifty) only ("Buy Back Size").

3. Details of the Buyback Offer:
The Buyback is subject to approvals as may be necessary, from time to time from statutory authorities including but not limited to Securities and Exchange Board of India ("SEBI") and from the Stock Exchange of India ("SEI") in respect of the Equity Shares of the Company as listed.

In accordance with the provisions of the Companies Act, 2013, the Buyback Size is ₹ 3,21,32,250 (Rupees Three Crore Thirty Eight Lakh Three Thousand Three Hundred and Fifty) only. The Company will fully pay up equity share capital and free reserves as per the audited accounts of the Company for the financial year ended March 31, 2018 (the last audited financial statement available as on the date of Board Meeting approving the buyback) and is within the statutory limit of 25% of the fully paid up equity share capital and free reserves as per the last audited financial statement available as on the date of Board Meeting approving the buyback. The number of equity shares that can be bought back in any financial year cannot exceed 25% of the total paid-up equity share capital of the Company in that financial year. Since the Company proposes to Buy Back up to 71,38,300 (Seventy One Lakh Eighteen Thousand Three Hundred and Fifty) equity shares representing 12.53% of the total paid up equity share capital of the Company, the same is within the aforesaid limit of 25% of the total paid-up equity share capital of the Company.

4. Details of the Buyback Offer:
The maximum amount required by the Company to fund the Buyback is ₹ 3,21,32,250 (Rupees Three Crore Thirty Eight Lakh Three Thousand Three Hundred and Fifty) only, and is within permitted limits. The funds for the Buyback will be met out of the current surplus and/or cash and cash equivalents and/or from the proceeds of the issue of securities. The Company has not declared any dividend in pursuance of Section 86(2)(c) of the Companies Act and Regulation 4(i) of Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the fully-paid-up share capital and free reserves after the Buyback.

5. Details of the Buyback Offer:
The buyback price is ₹ 4.50 (Rupees Four and Fifty Paise Only) per equity share. The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average market prices of the Equity Shares on BSE Limited ("BSE") where the Equity Shares are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of buyback on the company's operations. The Equity Shares are being offered for buyback at a premium of 42.86% over the closing price of equity shares on BSE on the date of Board Meeting to consider the proposal for buyback. The Buyback shall be on a non-preferential basis from all the Equity Shareholders of the Company through the "Tender Offer" route, as prescribed under Regulation 4(i)(ii) of the Buyback Regulations. The Company will provide the details of the tender record date and share entitlement for tender in the Buyback Notice.

6. Details of the Buyback Offer:
The Buyback Offer does not include the transaction costs viz. brokerage, application fees such as Securities Transaction Tax, GST, Stamp Duty, filing fees, advisors' fees, brokerage, public announcement expenses, printing and dispatch expenses and other incidental and related expenses. A copy of this Public Announcement will be available on the Company's website (www.babarts.com) and is expected to be available on the website of SEBI (www.sebi.com) during the period of the Buyback and on the website of the BSE (www.bseindia.com).

7. Details of the Buyback Offer:
The Company has accumulated substantial cash reserves out of the operations in the past. The Company doesn't have any expansion plan/strategy projects to be undertaken in near future and neither it has any need to be repaid. The Company wishes to return the portion of the cash to the shareholders and propose to utilize the cash reserve to buyback its equity shares. It is also observed that the equity shares of the Company are intrinsically undervalued. The Buyback of equity shares will be beneficial for the shareholders to buy and sell equity shares. The buyback of equity shares shall also provide an opportunity to shareholders to offer their equity shares to the Company resulting in improvement in financial ratios and maximization of overall shareholder value. The buyback is a more efficient form of distributing surplus cash to the equity shareholders compared to other alternatives including interim dividend, inter-alia, for the following reasons:
i. The buy-back gives an option to the equity shareholders to either participate in the buy-back and receive cash in lieu of Equity Shares accepted under the buy-back or not participate in the buy-back and enjoy a resultant increase in their percentage shareholding in the Company.
ii. The buy-back would help in improving certain key financial ratios of the Company.
iii. The buy-back, which is being implemented through the Tender Offer route as prescribed under the Buy-Back Regulations, would involve a reservation for small shareholders as defined in the Buy-Back Regulations. As defined in the Buy-Back Regulations, a "small shareholder" is a shareholder who holds equity shares having market value, as on the basis of closing price on the recognized stock exchange, of not more than ₹ 2,00,000 (Rupees Two Lakhs). The Board of Directors of the Company believes that a large number of Equity Shareholders of the Company would get classified as "Small Shareholders" and as such the Buy Back would be beneficial to them.

8. Details of the Buyback Offer:
The maximum buyback price is ₹ 4.50 (Rupees Four and Fifty Paise Only) per equity share representing a premium of 42.86% over the average of the weekly high and low of the volume weighted average price of the Company's equity shares on BSE for 26 weeks preceding the date of intimation to the Stock Exchange regarding the Board Meeting to consider the proposal of the buy-back and 44.13% over the average of the weekly high and low of the volume weighted average price of the Company's equity shares for 26 weeks preceding the date of intimation to the Stock Exchange regarding the Board Meeting to consider the proposal of the buy-back.

9. Number of shares that the Company proposes to buy-back and the time limit for completing the Buyback:
The maximum buyback size is up to 71,38,300 (Seventy One Lakh Eighteen Thousand Three Hundred) equity shares of face value of ₹ 1 (Rupee One Only) each of the Company. The buy-back is proposed to be completed within 12 months from the date of passing the special resolution approving the proposed buy-back.

10. Method to be adopted by Buyback:
The equity shares shall be purchased through buyback by the Company using "Tender Offer" route as prescribed under "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular no. SEBI/CYD/POLICYCELL/10/15 dated April 13, 2015 and circular no. SEBI/CYD/POLICYCELL/10/15 dated December 09, 2015 following the procedure prescribed in the Companies Act and the Buy-Back Regulations and as may be determined by the Board (including the committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.

11. The aggregate shareholding of the promoter and all the directors of the Company, where the promoter is a company and any of the persons who are in control of the Company as per the date of notice convening the General Meeting is as follows:
(i) The aggregate shareholding of the Promoter and Promoter Group and the Company is as follows:

Sr. No.	Name of the Shareholder	No. of Shares Held	Percentage (%)
1	Shri Gordan P. Tannani	4,43,56,751	73.51
2	Shri Pravin J. Karia	8,000	0.01

(ii) The aggregate shareholding of the directors of the promoters, where the promoter is a company - Nil.
(iii) No Equity Shares of the Company have been purchased by any of the Promoter and Promoter Group of the Company during the period of six months preceding the date of the Board Meeting at which the buy-back was approved till the date of this Public Announcement.

12. Intention of the Promoters and Promoters Group of the Company to tender equity shares for buyback:
In pursuance of the Buyback Regulations, under the Tender Offer route, Shri. Gordan P. Tannani and Shri. Pravin J. Karia, the Promoters of the Company, have agreed to participate in the Buyback. In this regard, Shri Gordan P. Tannani has expressed his intention to participate in the Buyback and offer up to 71,38,300 (Seventy One Lakh Eighteen Thousand Three Hundred) equity shares or any such lower number of shares as required in compliance with the Buyback Regulations/terms of the Buyback. Shri Pravin J. Karia, the Promoter of the Company, has expressed his intention to participate in the Buyback. 2011, the promoter director Shri. Gordan P. Tannani did not participate in the board meeting dated November 13, 2018 for approval of buyback. Further, the Promoters have undertaken to not participate in the postal ballot process for approval of buy-back.

13. Details of the date and price of acquisition of equity shares from which Shri. Gordan P. Tannani intends to tender his equity shares are set-out below. Shri. Pravin J. Karia does not intend to tender his equity shares under the buyback offer. Shri Gordan P. Tannani

Date	No. of shares acquired (stock)	Issue Price (₹)	Nature of Transaction
26/03/2010	6,78,286	Not Applicable	Interest Transfer
04/10/2010	2,63,16,000*	Not Applicable	Bonus Issue
Total	2,69,92,286		

* Maximum Shares intended to be Tendered for Buy Back 71,38,300
14. Details of the Buyback Offer:
The total of 2,69,92,286 equity shares shall be tendered out of 2,63,16,000 equity shares.

15. Details of the Buyback Offer:
The Company confirms that there are no defaults made or subsisting in the repayment of deposits / Interest thereon, redemption of debentures or preference shares, payment of dividend to any shareholder or repayment of term loans / Interest thereon to any financial institution or banks.
16. Details of the Buyback Offer:
The Company confirms that there has been full inquiry into the affairs and prospects of the Company and that they have formed the opinion: The Board of Directors of the Company has confirmed that they have made a full inquiry into the affairs and prospects of the Company and have formed the opinion that it immediately following the date of convening of the Board Meeting at which the buy-back of the Company's equity shares is approved i.e. November 13, 2018 and the date on which the results of the Postal Ballot have been declared, there are no grounds on which the Company can be found liable to pay a debt.

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