

BABA ARTS LIMITED

3A, Valecha Chambers, New Link Road, Andheri (W), Mumbai - 400 053.

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CIN-L72200MH1999PLC119177 Website: www.babaartslimited.com

28th July, 2016

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
MUMBAI- 400001

Scrip Code : 532380

Dear Sir,

Sub : Post Buyback Public Advertisement for Buyback of Shares

Pursuant to Regulation 19(7) of SEBI (Buy Back of Securities) Regulations, 1998, we have published the Post Buyback Public Advertisement in respect of the Buyback of Shares of the Company in the following newspapers:

- | | |
|-----------------------------------|-------------------------------------|
| 1. "Business Standard" - English | - All Editions on 28th July, 2016 |
| 2. "Business Standard" - Hindi | - All Editions on 28th July, 2016. |
| 3. "Mumbai Lakshadweep" - Marathi | - Mumbai Edition on 28th July, 2016 |

We are enclosing the newspaper cutting of the following newspapers:

- | | |
|-----------------------------------|--------------------------------------|
| 1. "Business Standard" - English | - Mumbai Edition on 28th July, 2016 |
| 2. "Business Standard" - Hindi | - Mumbai Edition on 28th July, 2016. |
| 3. "Mumbai Lakshadweep" - Marathi | - Mumbai Edition on 28th July, 2016 |

Please take the same on records.

Thanking you

Yours truly,
For Baba Arts Limited


Naishadh H Mankad
Company Secretary

POST BUY-BACK PUBLIC ADVERTISEMENT
FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF THE EQUITY SHARES OF BABA ARTS LIMITED

This post buy-back public advertisement ("Advertisement") is made pursuant to the regulation 19 (7) of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 for the time being in force including any statutory modifications and amendments from time to time ("Buy-back Regulations"). This Advertisement should be read in conjunction with the Public Announcement published on June 06, 2016 ("PA") and the Letter of Offer dated June 27, 2016 ("Letter of Offer") issued in connection with the buyback of fully paid equity shares of Re. 1/- each ("Equity Shares") of Baba Arts Limited (the "Company"), through the tender offer process using nationwide electronic trading terminal of BSE Limited ("BSE"). The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUY BACK
 1.1. The Company had announced the buyback of up to 2,58,00,000 fully paid equity shares of face value of Re. 1/- each from all the existing shareholders/beneficial owners of Equity Shares as on record date (i.e. June 10, 2016), on a proportionate basis, through the "Tender Offer" route at price of Rs. 3/- per equity share payable in cash, for an aggregate amount of Rs. 7,74,00,000/- (Rupees Seven Crores Seventy Four Lacs Only) ("Buyback Offer Size") ("Buyback"). The Buyback Offer Size was 24.70% of the fully paid-up equity share capital and free reserves as per the audited accounts of the Company for the financial year ended March 31, 2015.

1.2. The Company adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented using the 'Mechanism' for acquisition of shares through Stock Exchange notified by SEBI vide circular CIR/CFDPOLICYCELL/1/2015 dated April 13, 2015 ("SEBI Circular").

1.3. The tendering period for the Buyback Offer opened on Monday, July 04, 2016 and closed on Monday, July 18, 2016.

2. DETAILS OF BUY BACK
 2.1. 2,58,00,000 (Two Crores Fifty Eight Lac) Equity Shares were bought back under the Buyback, at a price of Rs. 3/- per Equity Share.
 2.2. The total amount utilized in the Buyback was Rs. 7,74,00,000/- (Rupees Seven Crores Seventy Four Lac only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax, stamp duty, etc.

2.3. There were 23 valid bids for 2,77,08,589 valid Equity Shares in response to the Buyback, which is approximately 1.07x times the maximum number of shares proposed to be bought back. The details of valid bids received in the Buyback are as follows:

Category of Shareholders	No. of Equity Shares reserved in Buyback	No. of Valid Bids	Total valid Equity Shares tendered	% Response
Reserved Category for Small Shareholders	38,70,000	9	3,07,090	7.94
General category of other shareholders	2,19,30,000	14	2,74,01,499	124.95
Total	2,58,00,000	23	2,77,08,589	107.40

Note: All equity shares validly tendered by Small Shareholders i.e. 3,07,080 equity shares have been accepted in full. Unsubscribed portion of 35,62,910 equity shares in reserved category for Small Shareholders was added to the equity shares available for the general category of other shareholders. In view of the excess response in the general category of other shareholders, the additional equity shares (i.e. equity shares tendered over and above the Buyback Entitlement), have been accepted on a proportionate basis. Accordingly out of 2,74,01,499 equity shares validly tendered by the shareholders in this category, 2,54,92,910 equity shares (i.e. 2,19,30,000 + 35,62,910) have been accepted under the buyback.

2.4. All valid applications were considered for the purpose of acceptance in accordance with the Buy-back Regulations and Paragraph 19 of the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar to the Buyback to respective Shareholders, on July 26, 2016.

2.5. The settlement of all valid bids was completed by the Clearing Corporation (BSE Limited) on July 26, 2016. The funds in respect of accepted Equity Shares were paid out to the respective Seller Members/custodians.

2.6. Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on July 26, 2016. The unaccepted demat Equity Shares were returned to respective Seller Members/custodians by the Clearing Corporation/BSE on July 26, 2016. No valid Equity Shares were tendered in physical form.

2.7. The extinguishment of 2,58,00,000 Equity Shares being in dematerialised mode accepted under the Buyback is currently under process and shall be completed on or before August 02, 2016 (being the last date of extinguishment, in terms of the schedule mentioned in the Letter of Offer). The Company and its directors accept full responsibility for the obligations of the Company laid down under the Buy-back Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1. The capital structure of the Company, pre and post the Buyback is as under:

Category of Shareholders	Pre-Buyback		Post-Buyback	
	No. of Equity Shares	Amount (Rs. in Lacs)	No. of Equity Shares	Amount (Rs. in Lacs)
Authorised Equity Capital	30,00,00,000	3000.00	30,00,00,000	3000.00
Issued, Subscribed and Paid-up Capital	10,32,00,000	1032.00	7,74,00,000	774.00

(Equity Shares have a face value of Re. 1/- each)

Particulars	Pre-Buyback		Post-Buyback	
	No. of Equity Shares	% of the existing Equity Share Capital	No. of Equity Shares	% of the existing Equity Share Capital
(A) Promoter and Promoter Group				
Individuals/Hindu Undivided Family	7,00,04,587	67.84	5,80,08,002	74.95
Sub Total (A)	7,00,04,587	67.84	5,80,08,002	74.95
(B) Public Shareholding				
(i) Foreign investors (including ADRs, Non-Resident Indians, FIs, FPIs, Foreign Nationals, and Overseas Corporate Bodies)	2,50,000	0.24	1,93,91,998	25.05
(ii) Financial Institutions/Banks, NBFCs & Mutual Funds				
(iii) Others (Public, Bodies Corporate, Clearing Members, etc.)	3,28,45,413	31.92	1,93,91,998	25.05
Sub Total (B)	3,31,95,413	32.16	1,93,91,998	25.05
TOTAL	10,32,00,000	100.00	7,74,00,000	100.00

3.3 The shareholding pattern of the Company pre-Buyback and post Buyback, is as under.

4. MANAGER TO THE BUYBACK OFFER

KEYNOTE

KEYNOTE CORPORATE SERVICES LIMITED
 The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028.
 Tel: +91-22-30268000-3; Fax: +91-22-30268088; E-mail: mtd@keynoteindia.net; Website: www.keynoteindia.net.
 Contact Person: Mr. Janardhan Wagle / Ms. Sall Sorawane.
 SEBI Registration No.: INN000003636; AMB No.: AMB/I/040

5. DIRECTORS RESPONSIBILITY

As per Regulation 19(1)(a) of the Buy-back Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buyback Public Advertisement or any other information, advertisement, circular, brochure, publicity material which may be issued and confirm that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of
BABA ARTS LIMITED

Sd/-
 Naishadh H. Mankad
 Company Secretary

Sd/-
 Santosh A. Shah
 Director

Sd/-
 Gordhan P. Tanwani
 Chairman & Managing Director

Date: July 27, 2016, Place: Mumbai

Business Standard on 28/07/2016

POST BUY-BACK PUBLIC ADVERTISEMENT
POST BUY-BACK PUBLIC ADVERTISEMENT
FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF BABA ARTS LIMITED

This post buy-back public advertisement ("Advertisement") is made pursuant to the regulation 19 (7) of Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 for the time being in force including any statutory modifications and amendments from time to time ("Buy-back Regulations"). This Advertisement should be read in conjunction with the Public Announcement published on June 06, 2016 ("PA") and the Letter of Offer dated June 27, 2016 (the "Letter of Offer") issued in connection with the buyback of fully paid equity shares of Re. 1/- each ("Equity Shares") of BABA ARTS LIMITED (the "Company") through the tender offer process using electronic trading terminal of BSE Limited ("BSE"). The terms used but not defined in this Post Buy-back Public Advertisement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUYBACK
 1.1. The Company had announced the buyback of up to 2,58,00,000 fully paid equity shares of face value of Re. 1/- each from all the existing shareholders/beneficial owners of Equity Shares as on record date i.e. June 10, 2016, on a proportionate basis, through the "Tender Offer" route at a price of Rs. 3/- per equity share payable in cash, for an aggregate amount of Rs. 7,74,00,000/- (Rupees Seven Crores Seventy Four Lacs Only) ("Buyback Offer Size"). The Buyback Offer Size was 24.70% of the fully paid-up equity share capital and free reserves as per the audited accounts of the Company for the financial year ended March 31, 2015.

1.2. The Company adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented using the Mechanism for acquisition of shares through Stock Exchange notified by SEBI vide circular CIR/CFD/POLICY/CELL/12/2015 dated April 13, 2015 ("SEBI Circular").

1.3. The Tendering Period for the Buyback Offer opened on Monday, July 04, 2016 and closed on Monday, July 18, 2016.

2. DETAILS OF BUYBACK
 2.1. 2,58,00,000 (Two Crores Fifty Eight Lacs) Equity Shares were bought back under the Buyback, at a price of Rs. 3/- per Equity Share. The total amount utilized in the Buyback was Rs. 7,74,00,000/- (Rupees Seven Crores Seventy Four Lacs only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, stamp duty, etc.

2.2. There were 23 valid bids for 2,77,08,589 valid Equity Shares in response to the Buyback, which is approximately 10.7% times the maximum number of shares proposed to be bought back. The details of valid bids received in the Buyback are as follows:

Category of Shareholders	No. of Equity Shares reserved in Buyback	No. of Valid Bids Shares Tendered	Total Valid Equity Shares Tendered	% Response
Reserved Category for Small Shareholders	38,70,000	9	3,07,090	7.94
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Total	2,58,00,000	23	2,77,08,589	107.40

Note: All equity shares validly tendered by Small Shareholders i.e. 3,07,090 equity shares have been accepted in full. Unsubscribed portion of 35,62,910 equity shares in reserved category for Small Shareholders was added to the equity shares available for the general category of other shareholders. In view of the excess response in the general category of other shareholders, the additional equity shares (i.e. equity shares tendered over and above the Buyback Entitlement), have been accepted on a proportionate basis. Accordingly out of 2,74,07,499 equity shares validly tendered by the shareholders in this category, 2,54,92,910 equity shares (i.e. 2,19,30,000 + 35,62,910) have been accepted under the buyback.

2.3. All valid applications were considered for the purpose of Acceptance in accordance with the Buy-back Regulations and Paragraph 19 of the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar to the Buyback to respective Shareholders, on July 28, 2016.

2.4. The settlement of all valid bids was completed by the Clearing Corporation / BSE Limited on July 28, 2016. The funds in respect of accepted Equity Shares were paid out to the respective Seller Members/clearing members.

2.5. Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on July 28, 2016. The unaccepted demat Equity Shares were returned to respective Seller Members/clearing members by the Clearing Corporation/BSE on July 28, 2016. No valid Equity Shares were tendered in physical form.

2.6. The extinguishment of 2,58,00,000 Equity Shares being in dematerialised mode accepted under the Buyback is currently under process and shall be completed on or before August 02, 2016 being the last date of extinguishment, in terms of the schedule mentioned in the Letter of Offer. The Company and its directors accept full responsibility for the obligations of the Company laid down under the Buy-back Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN
 3.1. The capital structure of the Company, pre and post the Buyback is as under:

Category of Shareholders	Pre-Buyback		Post-Buyback	
	No. of Equity Shares	Amount (Rs. in Lacs)	No. of Equity Shares	Amount (Rs. in Lacs)
Authorized Equity Capital	30,00,00,000	3000.00	30,00,00,000	3000.00
Issued, Subscribed and Paid-up Capital	10,32,00,000	1032.00	7,74,00,000	774.00

(Equity Shares have a face value of Rs. 1/- each)

2.3. The shareholding pattern of the Company pre-Buyback and post-Buyback is as under:

Sl. No.	Name of the Shareholder	Pre-Buyback		Post-Buyback	
		No. of Equity Shares accepted under Buyback	% of the existing Equity Share Capital	No. of Equity Shares	% of the existing Equity Share Capital
1	Gordhan P. Tarwani	1,19,96,595	67.84	5,80,09,002	74.95
2	Tejpal Anandlal Shah	20,50,453	67.84	5,80,09,002	74.95
3	Rajiv K. Dhuwani	19,49,182	67.84	5,80,09,002	74.95
4	Pudhupatt Capital Services Pvt Ltd	16,83,874	6.35	1,93,91,998	25.05
5	Jyoti Acharya	16,54,600	6.44	1,93,91,998	25.05
6	Y T Entertainment Limited	16,51,908	6.44	1,93,91,998	25.05
7	Y T Securities Private Limited	12,53,046	4.88	1,93,91,998	25.05
8	Y T Capital Private Limited	7,53,540	2.92	1,93,91,998	25.05
9	Bhargavi Harinar Chitroda	7,05,060	2.73	1,93,91,998	25.05
10	Neel Harinar Chitroda	6,30,588	2.44	1,93,91,998	25.05
11	Hemraj Ganraj Chitroth	5,97,624	2.32	1,93,91,998	25.05
12	Hemraj Ganraj HUF	3,77,199	1.46	1,93,91,998	25.05

2.3. The shareholding pattern of the Company pre-Buyback and post-Buyback is as under:

Particulars	Pre-Buyback		Post-Buyback	
	No. of Equity Shares	% of the existing Equity Share Capital	No. of Equity Shares	% of the existing Equity Share Capital
(A) Promoter and Promoter Group	7,00,04,587	67.84	5,80,09,002	74.95
Individuals/ Hindu Undivided Family	7,00,04,587	67.84	5,80,09,002	74.95
Sub Total (A)	7,00,04,587	67.84	5,80,09,002	74.95
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(ii) Financial Institutions/Banks, NBFCs & Mutual Funds				
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 Tel: +91-22-30268000, 3; Fax: +91-22-30268098; E-mail: mtd@keynoteindia.net; Website: www.keynoteindia.net
 Contact Person: Mr. Anandhan Wagle (Ms. Smita Soranwar).
 SEBI Registration No.: INM000003906; AMBINO: AMB/040

5. DIRECTORS RESPONSIBILITY
 As per Regulation 19(1)(a) of the Buy-back Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post-Buyback Public Advertisement or any other information advertisement, circular, brochure, publicity material which may be issued and confirm that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of BABA ARTS LIMITED

Gordhan P. Tarwani, Chairman & Managing Director
 Santosh H. Shah, Director

Naresh H. Menkad, Company Secretary

Mumbai Lakshadweep 28/07/2016