

# BABA ARTS LIMITED

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

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CIN-L72200MH1999PLC119177 Website: [www.babaartslimited.com](http://www.babaartslimited.com)

20th September, 2017

The DCS – CRD,  
The BSE Limited,  
Dalal Street,  
Fort,  
Mumbai – 400 001.

SCRIP CODE : 532380  
SCRIP NAME : BABA

Dear Sir,

**Sub.: Voting Results of 18th Annual General held on 19th September, 2017.**

Dear Sir/Madam,

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 Scrutinizers Report on voting results on the business transacted at the 18th Annual General Meeting of the Company held on 19th September, 2017. The voting was conducted through e-voting and poll and the results thereof were declared by the Chairman on 20th September, 2017 at 2.00 pm.


Kindly take the above document on your record and acknowledge.

Also arrange to disseminate the voting results on Exchange Website.

Thanking You,

Yours Faithfully,

For Baba Arts Limited

  
Naishadh H. Mankad  
Company Secretary



Encl:a/a

Postal Ballot Voting Results								
Disclosure as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Company Name	BABA ARTS LIMITED		No. of Shareholders Present in the Meeting either in person or through Proxy			28		
Date of the Notice	July 27, 2017		Promoters & Promoter Group			2		
Cut Off Date	September 12, 2017		Public			26		
Total No. of Shareholders on Cut Off Date	2069							
Voting			No. of Shareholders attended the Meeting through Video Conferencing			Not Applicable		
Start Date	September 16, 2017		Promoters & Promoter Group			--		
End Date	September 18, 2017		Public			--		
Resolution (1)								
Resolution required: (Ordinary / Special)	Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	To receive, consider and adopt the Financial Statements and the reports of the Board of Directors and Auditors thereon for the Financial Year ended on 31st March, 2017.							
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	58008002	5,80,00,002	99.9862	5,80,00,002	-	100.0000	-
	Poll		8,000	0.0138	8,000	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>58008002</b>	<b>5,80,08,002</b>	<b>100.0000</b>	<b>5,80,08,002</b>	<b>-</b>	<b>100.0000</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>
Public- Non Institutions	E-Voting	19391998	4,77,715	2.4635	4,77,715	-	100.0000	-
	Poll		3,154	0.0163	3,149	5	99.8415	0.1585
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>19391998</b>	<b>4,80,869</b>	<b>2.4797</b>	<b>4,80,864</b>	<b>5</b>	<b>99.9990</b>
<b>Total</b>	<b>Total</b>	<b>77400000</b>	<b>5,84,88,871</b>	<b>75.5670</b>	<b>58488866</b>	<b>5</b>	<b>100.0000</b>	<b>0.0000</b>


For BABA ARTS LIMITED

  
Company Secretary



Resolution (2)								
Resolution required: (Ordinary / Special)	Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?	YES							
Description of resolution considered	To appoint Director in place of Shri Gordhan P. Tanwani (DIN 00040942) who retires by rotation and being eligible offers himself for reappointment							
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	58008002	5,80,00,002	99.9862	5,80,00,002	-	100.0000	-
	Poll		8,000	0.0138	8,000	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>58008002</b>	<b>5,80,08,002</b>	<b>100.0000</b>	<b>5,80,08,002</b>	<b>-</b>	<b>100.0000</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>
Public- Non Institutions	E-Voting	19391998	4,77,715	2.4635	4,77,715	-	100.0000	-
	Poll		3,154	0.0163	3,149	5	99.8415	0.15853
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>19391998</b>	<b>4,80,869</b>	<b>2.4797</b>	<b>4,80,864</b>	<b>5</b>	<b>99.9990</b>
<b>Total</b>	<b>Total</b>	<b>77400000</b>	<b>5,84,88,871</b>	<b>75.5670</b>	<b>5,84,88,866</b>	<b>5</b>	<b>100.0000</b>	<b>0.0000</b>

For BABA ARTS LIMITED

  
Company Secretary



Resolution required: (Ordinary / Special)		Resolution (3)						
Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary						
Description of resolution considered		NO						
To appoint Auditors and to fix their remuneration								
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	58008002	5,80,00,002	99.9862	5,80,00,002	-	100.00	-
	Poll		8,000	0.0138	8,000	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>58008002</b>	<b>5,80,08,002</b>	<b>100.0000</b>	<b>5,80,08,002</b>	<b>-</b>	<b>100.00</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>
Public- Non Institutions	E-Voting	19391998	4,77,715	2.4635	4,77,715	-	100.0000	-
	Poll		3,154	0.0163	3,149	5	99.84	0.15853
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>19391998</b>	<b>4,80,869</b>	<b>2.4797</b>	<b>4,80,864</b>	<b>5</b>	<b>99.9952</b>
<b>Total</b>	<b>Total</b>	<b>77400000</b>	<b>5,84,88,871</b>	<b>75.5670</b>	<b>5,84,88,866</b>	<b>5</b>	<b>100.0000</b>	<b>-</b>

For BABA ARTS LIMITED

  
Company Secretary



**Designated Partners**

**CS Bhumitra V. Dholakia**

B.A., L.L.B., C.A.I.I.B, F.C.S.

**CS Nrupang B Dholakia**

B.Com., A.C.S., L.L.B.(Gen.) D.C.L., E.P.CORP

**DHOLAKIA  
& ASSOCIATES LLP**  
**COMPANY SECRETARIES**

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

To,

**Mr. Gordhan P. Tanwani**

**The Chairperson of 18<sup>th</sup> Annual General Meeting of Baba Arts Limited**

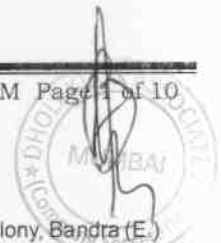
Held on Tuesday, the 19<sup>th</sup> September, 2017 at 11.30 a.m. at Juhu Vile Parle Gymkhana Club, Orchid Hall, Second Floor, Opp: Juhu Bus Depot, Juhu, Mumbai - 400049.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Baba Arts Limited ("the Company")** vide Letter dated 27<sup>th</sup> July, 2017 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 18<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 my presence and members who were present.
3. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Devanand B. Dalvi and Ms. Shrutika S. Narvekar who are not in the employment of the Company. **(Declaration attached)** The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and 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.
5. The Remote e-Voting commenced on September 16, 2017 (9:00 am) (IST) and was closed on September 18, 2017 (5.00 pm) (IST).

Scrutinizer's Report – Combined (Remote e-Voting and Poll) – Baba Arts Limited – 18<sup>th</sup> AGM Page 1 of 10



6. The Remote e-Voting Result was unblocked at Mumbai from the website of Central Depository Services (India) Limited i.e. [www.evotingindia.com](http://www.evotingindia.com) 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 R. Vasavada and Mr. Lalit B. Shah who are not in the employment of the Company. **(Declaration attached)**
7. The Votes cast by Corporate/Institutional Members who have uploaded the scanned certified true copy of the Board Resolution/Authority Letter, etc. on the website of Central Depository Services (India) Limited i.e. [www.evotingindia.com](http://www.evotingindia.com) has been considered valid.
8. **The Combined Result (Remote e-Voting + Poll) is as under :**

**(a) Item No 1: To receive, consider and adopt the Financial Statements and the reports of the Board of Directors and Auditors thereon for the Financial Year ended on 31<sup>st</sup> March, 2017.**

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	17	5,84,77,717
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>5,84,77,717</b>
<b>B. Poll</b>		
Total Votes received by Poll	14	11,154
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>14</b>	<b>11,154</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	31	5,84,88,871
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>31</b>	<b>5,84,88,871</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>		
17	5,84,77,717	100.00
<b>B. Poll</b>		
13	11,149	99.955173
<b>C. Combined (A+B)</b>		
30	5,84,88,866	99.999991

(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>		
1	5	0.044827
<b>C. Combined (A+B)</b>		
1	5	0.000009



- (b) Item No 2: To appoint Director in place of Shri Gordhan P. Tanwani (DIN 00040942) who retires by rotation and being eligible offers himself for reappointment.

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	17	5,84,77,717
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>5,84,77,717</b>
<b>B. Poll</b>		
Total Votes received by Poll	14	11,154
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>14</b>	<b>11,154</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	31	5,84,88,871
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>31</b>	<b>5,84,88,871</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>		
17	5,84,77,717	100.00
<b>B. Poll</b>		
13	11,149	99.955173
<b>C. Combined (A+B)</b>		
30	5,84,88,866	99.999991

(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>		
1	5	0.044827
<b>C. Combined (A+B)</b>		
1	5	0.000009



(c) Item No 3: To appoint Auditors and to fix their remuneration-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	17	5,84,77,717
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>17</b>	<b>5,84,77,717</b>
<b>B. Poll</b>		
Total Votes received by Poll	14	11,154
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>14</b>	<b>11,154</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	31	5,84,88,871
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>31</b>	<b>5,84,88,871</b>

