

BABA ARTS LIMITED

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

Tel.: 2673 3131 Fax : 2673 3375

email : babaartslimited@yahoo.com / investors@babaartslimited.com

CIN-L72200MH1999PLC119177 Website: www.babaartslimited.com

19th September, 2019

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

SCRIP CODE : 532380

SCRIP NAME : BABA

Sub.: Voting Results of 20th Annual General Meeting held on Wednesday the 18th September, 2019.

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 conducted through e-voting and poll.

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 & Compliance Officer

Encl:a/a

Postal Ballot Voting Results

Disclosure as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

BABA ARTS LIMITED

Company Name	BABA ARTS LIMITED		No. of Shareholders Present in the Meeting either in person or through Proxy	28
Date of the Notice	09-May-19	Promoters & Promoter Group	2	
Cut Off Date	11-Sep-19	Public	26	
Total No. of Shareholders on Cut Off Date	2195			
Voting		No. of Shareholders attended the Meeting through Video Conferencing	Not Applicable	
Start Date	15-Sep-19	Promoters & Promoter Group		
End Date	17-Sep-19	Public		

Resolution (1)

Ordinary

**Resolution required: (Ordinary / Special)
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, 2019.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding Shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	(1)						
	Poll		39200000	99.980	39200000	-	100.000	-
	Postal Ballot (if applicable)		39208000	8000	8000	-	100.000	-
	Total	39208000	39208000	100.0000	39208000	-	100.000	-
Public- Institutions	E-Voting		0	-	0	-	-	-
	Poll		0	-	0	-	-	-
	Postal Ballot (if applicable)		-	0	0	-	-	-
	Total	-	0	-	0	-	-	-
Public- Non Institutions	E-Voting		242471	1.8242	242471	-	100.000	-
	Poll		3040	0.0229	3040	-	100.000	-
	Postal Ballot (if applicable)		13792000	0	0	-	-	-
	Total	13792000	245511	1.8471	245511	-	100.000	-
Total	Total	52500000	39453511	75.1495	39453511	-	100.000	-

FOR BABA ARTS LIMITED

Company Secretary

Resolution (2)									
Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		NO							
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 – in against	% of votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		39200000	99.980	39200000	-	100.000	-	-
	Poll		8000	0.020	8000	-	100.000	-	-
	Postal Ballot (if applicable)		39208000	0	0	-	-	-	-
	Total	39208000	39208000	100.000	39208000	-	100.000	-	-
Public- Institutions									
	E-Voting		0	-	0	-	-	-	-
	Poll		0	-	0	-	-	-	-
	Postal Ballot (if applicable)		-	0	0	-	-	-	-
	Total	-	0	-	0	-	-	-	-
Public- Non Institutions									
	E-Voting		242471	1.824	242471	-	100.000	-	-
	Poll		3010	0.023	3010	-	100.000	-	-
	Postal Ballot (if applicable)		13292000	0	0	-	-	-	-
	Total	13292000	245481	1.847	245481	-	100.000	-	-
	Total	52500000	39453481	75.149	39453481	-	100.000	-	-

FOR BABA ARTS LIMITED


Company Secretary

Handwritten signature and date:
19.9.2019
3.08

Combined Report of Scrutinizer for Remote e-Voting and Poll

To,

Mr. Gordhan P. Tanwani

The Chairperson of 20th Annual General Meeting of Baba Arts Limited

Held on Wednesday, the 18th September, 2019 at 11.30 a.m. at Juhu Vile Parle Gymkhana Club, Jasmine 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") 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 20th 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 Ms. Shrutika S. Narvekar and Mr. Devanand Dalvi 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 15, 2019 (9:00 am) (IST) and was closed on September 17, 2019 (5.00 pm) (IST).



6. The Remote e-Voting Result was unblocked at Mumbai from the website of Central Depository Services (India) Limited i.e. 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 Ms. Shrutika S. Narvekar and Mr. Devanand Dalvi who are not in the employment of the Company. **(Declaration attached)**

7. 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 31st March, 2019.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	20	3,94,42,471
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	20	3,94,42,471
B. Poll		
Total Votes received by Poll	12	12,290
Less: Total Number of Invalid Votes	2	1,250
Total Number of Valid Votes	10	11,040
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	32	3,94,54,761
Less: Total Number of Invalid Votes	2	1,250
Total Number of Valid Votes	30	3,94,53,511



(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
A. Remote e-Voting		
20	3,94,42,471	100
B. Poll		
10	11,040	100
C. Combined (A+B)		
30	3,94,53,511	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
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



- (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)
A. Remote e-Voting		
Total Votes received by electronic mode	20	3,94,42,471
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	20	3,94,42,471
B. Poll		
Total Votes received by Poll	12	12,290
Less: Total Number of Invalid Votes	4	1,280
Total Number of Valid Votes	8	11,010
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	32	3,94,54,761
Less: Total Number of Invalid Votes	4	1,280
Total Number of Valid Votes	28	3,94,53,481



(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
A. Remote e-Voting		
20	3,94,42,471	100
B. Poll		
8	11,010	100
C. Combined (A+B)		
28	3,94,53,481	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
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL

8. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
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.
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.

Thanking you,

Yours faithfully,



CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place: Mumbai

Date: 19th September, 2019



ANNEXURE**A. BASIS OF ACCEPTANCE****I. VOTING THROUGH ELECTRONIC MODE:**

1. Member has voted only through Remote e-Voting i.e. electronic mode.

II. PHYSICAL POLL FORM:

2. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
3. 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.
4. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
5. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
6. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
7. 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.

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 Central Depository Services (India) Limited www.evotingindia.com 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.



II. PHYSICAL POLL FORM:

3. Shareholder has not put any mark on either assent or dissent.
4. Poll paper is not signed.
5. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
6. 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.
7. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
8. 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.
9. The Poll Paper is received 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.
10. 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.
11. 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.
12. 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.
13. 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



C. REPORT FOR INVALID POLL PAPERS.**i. For Item No. 1:**

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Re. 1/- each)
PHYSICAL POLL FORM:			
1.	Not Signed.	2	1,250
TOTAL		2	1,250

ii. For Item No. 2:

Sr. No.	Category	No. of forms	Total number of Invalid votes (Equity share of Re. 1/- each)
PHYSICAL POLL FORM:			
1.	No votes polled.	2	30
2.	Not Signed.	2	1,250
TOTAL		4	1,280



CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place: Mumbai
Date: 19th September, 2019



TO WHOMSOEVER IT MAY CONCERN

We, Shrutika Narvekar..... and Devanand Dalvi..... hereby state that the Polling Box, in which Equity Shareholders of **Baba Arts Limited ("the Company")** cast their vote by way of Poll at the 20th Annual General Meeting of the Company held on Wednesday, the 18th September, 2019 at 11.30 a.m. at Juhu Vile Parle Gymkhana Club, Jasmine Hall, Second Floor, Opp: Juhu Bus Depot, Juhu, Mumbai - 400049 was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same were in sealed condition and without any tampering.

Witness 1

Name: Shrutika Narvekar

Address: D/201, Mangru (W) LTD, TBM Mangru
Ambohi, Andheri (W) M-28

Signature: Narvekar

Witness 2

Name: Devanand Dalvi

Address: 2/4 Daskarath Singh chaw Majas wadi
Samasth Naser JSShwan (E) Mumbai 60

Signature: Dalvi

TO WHOMSOEVER IT MAY CONCERN

We, Shrutika Murvekar and Devanand Dalvi hereby state that the Excel Sheet containing the Results of Remote e-Voting of **Baba Arts Limited** ("the **Company**") for the 20th Annual General Meeting of the Company held on Wednesday, the 18th September, 2019 at 11.30 a.m. at Juhu Vile Parle Gymkhana Club, Jasmine Hall, Second Floor, Opp: Juhu Bus Depot, Juhu, Mumbai - 400049 was unblocked from the website of Central Depository Services (India) Limited i.e. www.evotingindia.com and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Shrutika Murvekar

Address: P/201, Mang CHS LTD, T. B. N. Marg,
Amboli, Andheri (W), M-400018

Signature: 

Witness 2

Name: Devanand Dalvi

Address: 2/4 Dasharath Singh chaw Majas wadi
Somasth Nagar Josshuri (C) mom 60

Signature: 