BABA ARTS LIMITED

CIN: L72200MH1999PLC119177
B1 & B4, Baba House, 86, M.V. Road, Andheri (East), Mumbai 400093
Tel: 022-49794623
Website: www.babaartslimited.com
Email: babaartslimited@yahoo.com/investors@babaartslimited.com

CORRIGENDUM TO THE NOTICE OF THE 27TH ANNUAL GENERAL MEETING

The Members of **Baba Arts Limited** ("the Company") are requested to note that subsequent to the dispatch of the Notice of the 27th Annual General Meeting (the Notice) of the Company, certain typographical errors have been observed in it. This Corrigendum is issued to correct them, as set out below:

No.	Reference in the Notice	For	Read
1	Item No. 4 — text of the Ordinary Resolution	**6th October, 2026**	**9th October, 2026**
2	Item No. 5 — text of the Ordinary Resolution	**6th October, 2026**	**9th October, 2026**
3	Explanatory Statement — introductory paragraph	**Item Nos. 2 to 10** and **Item Nos. 9 and 10** below.	**Item Nos. 2 to 8** and **Item No. 8** below.
4	Explanatory Statement — Item Nos. 2 and 3, paragraph following the terms of appointment	"…is set out after the Explanatory Statement for **Item Nos. 5 and 6**."	"…is set out **hereinabove under the heading 'Information in accordance with Schedule V of Companies Act, 2013'**."
5	Explanatory Statement — Item No. 5, last paragraph	**Item Nos. 5 and 6**.	**Item No. 5**.
6	Explanatory Statement — Item No. 6	**Item No. 7 (at two places)**	**Item No. 6**
7	Explanatory Statement — Item No. 7	**Item No. 8 (at two places)**	**Item No. 7**
8	Annexure A — column heading.	**(Item No. 3)**	**(Item No. 4)**

This Corrigendum shall form an integral part of the Notice and shall be read together with it. **All other contents of the Notice, including the Explanatory Statement, the Annexures and the instructions for remote e-voting and for attending the AGM through VC / OAVM, remain unchanged.**

This Corrigendum is being sent by e-mail to all Members whose e-mail addresses are registered with the Company / Depositories. It is also available on the website of the Company at www.babaartslimited.com, on the website of BSE Limited at www.bseindia.com and on the website of MUFG Intime India Private Limited at www.evoting.mufgintime.in.

For Baba Arts Limited

Sd/-
Naishadh H. Mankad
Company Secretary & Compliance Officer
ICSI Membership No.: A2996
Place: Mumbai
Date: 21st October, 2026

BABA ARTS LIMITED

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NOTICE OF THE 27TH ANNUAL GENERAL MEETING

(TO BE HELD THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS)

NOTICE is hereby given that the **27th (Twenty-Seventh) Annual General Meeting** ("27th AGM" or "Meeting") of the Members of **BABA ARTS LIMITED** ("the Company") will be held on **Tuesday, the 3rd November, 2026 at 11.30 a.m. (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), within the time extended up to 15th November, 2026 by the Registrar of Companies, Mumbai under the second proviso to Section 96(1) of the Companies Act, 2013, and in accordance with General Circular No. 03/2025 dated 22nd September, 2025 read with the earlier circulars issued by the Ministry of Corporate Affairs in this behalf and the applicable circulars issued by the Securities and Exchange Board of India (collectively, "the said Circulars"), to transact the following business:

The deemed venue of the 27th AGM shall be the Registered Office of the Company at B-1 & B-4, Baba House, 86, M. V. Road, Andheri (East), Mumbai 400093.

ORDINARY BUSINESS

ITEM NO. 1 – ADOPTION OF AUDITED FINANCIAL STATEMENTS

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, comprising the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date, together with the Notes and Schedules forming part thereof, and the Reports of the Board of Directors and the Statutory Auditors thereon; and, in this connection, to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, comprising the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date, together with the Notes forming part thereof, and the Reports of the Board of Directors and the Statutory Auditors thereon, as laid before this Meeting and initialled by the Chairman for the purpose of identification, be and are hereby received, considered and adopted."

SPECIAL BUSINESS

ITEM NO. 2 – APPOINTMENT OF MS. VIDYA PISHE (DIN: 11881924) AS A DIRECTOR

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms.

Vidya Pishe (DIN: 11881924), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 9th October, 2026 and who holds office up to the date of this Annual General Meeting under Section 161(1) of the Act, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

ITEM NO. 3 – APPOINTMENT OF MS. VIDYA PISHE (DIN: 11881924) AS MANAGING DIRECTOR

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Act read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17(1C) of the Listing Regulations and Article 89 of the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent and approval of the Members be and is hereby accorded to the appointment of Ms. Vidya Pishe (DIN: 11881924) as the Managing Director of the Company for a period of 5 (five) years with effect from 9th October, 2026 up to 8th October, 2031, liable to retire by rotation, on the remuneration and upon the terms and conditions set out in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (which expression shall be deemed to include the Nomination and Remuneration Committee) to alter, vary and revise the terms and conditions of the said appointment and/or remuneration from time to time, in such manner as may be agreed to between the Board of Directors and Ms. Vidya Pishe, within the limits prescribed under Schedule V to the Act."

"**RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in any financial year during the currency of the tenure of Ms. Vidya Pishe as Managing Director, the remuneration approved herein shall be paid to her as minimum remuneration for a period not exceeding three years from 9th October, 2026, subject to the limits and conditions specified in Section II of Part II of Schedule V to the Act."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute and file all such agreements, forms and documents as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 4 – APPOINTMENT OF MR. EKNATH RAMKRUSHNA BADE (DIN: 11523239) AS A DIRECTOR

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1C) of the Listing Regulations, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Eknath Ramkrushna Bade (DIN: 11523239), who was appointed as an Non Executive Additional Director of the Company by the Board of Directors with effect from 6th October, 2026 and who holds office up to the date of this Annual General Meeting pursuant to Section 161(1) of the Act, , be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation."

ITEM NO. 5 – APPOINTMENT OF MR. HARDEEP DARSHAN SINGH SANGHA (DIN: 11752789) AS A DIRECTOR

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1C) of the Listing Regulations, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Hardeep Darshan Singh Sangha (DIN: 11752789), who was appointed as an Executive Additional Director of the Company by the Board of Directors with effect from 6th October, 2026 and who holds office up to the date of this Annual General Meeting pursuant to Section 161(1) of the Act, be and is hereby appointed as a Executive Director of the Company, liable to retire by rotation."

ITEM NO. 6 – APPOINTMENT OF MS. NEERU SAINI (DIN: 03617003) AS AN INDEPENDENT DIRECTOR

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 16(1)(b), 17(1C) and 25 of the Listing Regulations, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Neeru Saini (DIN: 03617003), who was appointed as an Additional Director in the category of Independent Director with effect from 9th October, 2026, who has submitted a declaration that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years commencing from 9th October, 2026 up to 8th October, 2031."

"**RESOLVED FURTHER THAT** any one of the Directors of the Company or the Company Secretary be and is hereby severally authorised to file e-Form DIR-12 with the Registrar of Companies, Mumbai, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 7 – APPOINTMENT OF MR. CHANDRESH DUTT UPADHYAY (DIN: 01140078) AS AN INDEPENDENT DIRECTOR

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 16(1)(b), 17(1C) and 25 of the Listing Regulations, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Chandresh Dutt Upadhyay (DIN: 01140078), who was appointed as an Additional Director in the category of Independent Director with effect from 9th October, 2026, who has submitted a declaration that he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, who is eligible for appointment and be and is hereby appointed as an Independent Director of

the Company, not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years commencing from 9th October, 2026 up to 8th October, 2031."

"**RESOLVED FURTHER THAT** any one of the Directors of the Company or the Company Secretary be and is hereby severally authorised to file e-Form DIR-12 with the Registrar of Companies, Mumbai, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 8 – APPOINTMENT OF THE SECRETARIAL AUDITOR FOR A FIRST TERM OF FIVE CONSECUTIVE YEARS

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to Regulation 24A of the Listing Regulations, Section 204 and other applicable provisions, if any, of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and on the recommendation of the Audit Committee and the Board of Directors, M/s. G. R. Gupta & Associates, Company Secretaries in Whole-Time Practice (Certificate of Practice No. 8554), holders of a valid Peer Review Certificate No. 6200/2024 issued by the Peer Review Board of the Institute of Company Secretaries of India, be and are hereby appointed as the Secretarial Auditor of the Company for a first term of 5 (five) consecutive years, to hold office from the conclusion of this 27th Annual General Meeting until the conclusion of the 32nd Annual General Meeting of the Company, to conduct the secretarial audit of the Company for the financial years 2026-27 to 2030-31, at a remuneration as may be decided by the board of directors of the Company, plus applicable taxes and reimbursement of out-of-pocket expenses for the financial year 2026-27, and thereafter at such remuneration as may be mutually agreed upon between the Board of Directors and the Secretarial Auditor."

"**RESOLVED FURTHER THAT** any one of the Directors of the Company or the Company Secretary be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For Baba Arts Limited

Naishadh H. Mankad
Company Secretary & Compliance Officer
CSI Membership No.: A2996

Place: Mumbai
Date: 9th October, 2026
Registered Office: B-1 & B-4, Baba House, 86, M. V. Road, Andheri (East), Mumbai 400093 | CIN: L72200MH1999PLC119177

BABA ARTS LIMITED

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NOTES

1. In accordance with General Circular No. 03/2025 dated 22nd September, 2025 read with the earlier circulars issued by the Ministry of Corporate Affairs ("**MCA**") in this behalf, and the applicable circulars issued by the Securities and Exchange Board of India ("**SEBI**") (collectively, "**the said Circulars**"), the 27th AGM is being convened through VC / OAVM without the physical presence of the Members at a common venue. The deemed venue of the 27th AGM shall be the Registered Office of the Company at B-1 & B-4, Baba House, 86, M. V. Road, Andheri (East), Mumbai 400093.

2. The Explanatory Statement pursuant to Section 102(1) of the Act, setting out the material facts concerning the items of Special Business under Item Nos. 2 to 8 of this Notice, is annexed hereto. The details of the Directors seeking appointment at this Meeting, as required under Regulation 36(3) of the Listing Regulations and Paragraph 1.2.5 of Secretarial Standard-2 on General Meetings ("**SS-2**"), are set out in Annexure A to this Notice.

3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at a general meeting is entitled to appoint a proxy to attend and vote on his/her behalf, and such proxy need not be a Member of the Company. However, since the 27th AGM is being held through VC / OAVM in terms of the said Circulars and physical attendance of Members at a common venue is not required, the facility for appointment of proxies by the Members will **not** be available for the 27th AGM and, accordingly, the Proxy Form (Form MGT-11), the Attendance Slip and the route map are not annexed to this Notice. Body corporates are, however, entitled to appoint their Authorised Representatives under Section 113 of the Companies Act, 2013 to attend the 27th AGM through VC / OAVM and to vote on their behalf, subject to a certified copy of the relevant Board resolution / authorisation being sent to the Scrutinizer by e-mail.

4. The **cut-off date** for the purpose of determining the Members entitled to cast their votes by remote e-voting and by e-voting (Insta Poll) at the 27th AGM is **Tuesday, the 27th October, 2026**. Only those Members whose names appear in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to vote. A person who is not a Member as on the cut-off date should treat this Notice as being for information purposes only.

5. **REMOTE E-VOTING:** Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the Listing Regulations and Secretarial Standard-2 on General Meetings, the Company is providing to its Members the facility to cast their votes electronically on all the resolutions set out in this Notice through the e-voting services provided by MUFG Intime India Private Limited (formerly Link Intime India Private Limited) ("**Intime**"). The remote e-voting period shall commence on **Friday, the 30th October, 2026 at 9.00 a.m. (IST)** and shall end on **Monday, the 2nd November, 2026 at 5.00 p.m. (IST)**. The remote e-voting module shall be disabled by Intime for voting thereafter. Members who have cast their votes by remote e-voting prior to the 27th AGM may also attend the Meeting through VC / OAVM, but shall not be entitled to cast their votes again.

6. **PROCEDURE FOR REMOTE E-VOTING AND FOR JOINING THE 27TH AGM THROUGH VC / OAVM:** The detailed instructions for remote e-voting and for joining the 27th AGM through VC / OAVM are set out in **Annexure B** to this Notice. For any technical assistance in relation to remote e-voting, Members may contact the Intime helpdesk at enotices@in.mpms.mufg.com or on Tel.: 022-4918 6000.

7. Members who have not registered their e-mail addresses are requested to register the same with their respective Depository Participants (in respect of shares held in dematerialised form) or with the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 (in respect of shares held in physical form).

8. **JOINING THE 27TH AGM THROUGH VC / OAVM:** Members may join the 27th AGM through VC / OAVM by following the procedure set out in **Annexure B** to this Notice. The link to join the Meeting will be made available to the Members registered with the Company / Depositories. The facility for joining the Meeting through VC / OAVM shall be kept open 15 (fifteen) minutes before the scheduled time of commencement of the Meeting and shall remain available throughout the proceedings. Large shareholders (i.e. Members holding 2% or more of the shares), promoters, institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders' Relationship Committee, the Auditors and the Scrutinizer are encouraged to attend the 27th AGM through VC / OAVM. Members attending the 27th AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

9. **E-VOTING AT THE MEETING (INSTA POLL):** In accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company shall provide the Insta Poll facility during the 27th AGM to enable Members attending the Meeting through VC / OAVM, and who have not cast their votes by remote e-voting, to cast their votes at the Meeting.

10. **M/s. G. R. Gupta & Associates, Company Secretaries in Whole-Time Practice (Certificate of Practice No. 8554)**, has been appointed as the **Scrutinizer** to scrutinise the remote e-voting process and the e-voting (Insta Poll) at the 27th AGM in a fair and transparent manner.

11. The Scrutinizer shall, immediately after the conclusion of voting at the 27th AGM, first count the votes cast at the Meeting through Insta Poll and thereafter unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company, and shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour of and against each resolution, if any, to the Chairman or the Managing Director or, failing them, to the Company Secretary and Compliance Officer, not later than two working days from the conclusion of the 27th AGM. The results shall be declared forthwith upon receipt of the Scrutinizer's Report.

12. The results declared, along with the Scrutinizer's Report, shall be placed on the website of the Company at **www.babaartslimited.com** and on the website of the e-voting service provider at **www.evoting.mufgintime.in**, and shall simultaneously be communicated to **BSE Limited**, where the

equity shares of the Company are listed, within the time prescribed under Regulation 44(3) of the Listing Regulations.

13. All the documents referred to in this Notice and in the Explanatory Statement annexed hereto, including the letter of resignation of the outgoing Secretarial Auditor, the written consent and eligibility certificate of M/s. G. R. Gupta & Associates, the declarations of independence received from the Independent Directors, the notices received from Members under Section 160(1) of the Act, the draft letters of appointment of the Independent Directors and the terms and conditions of appointment of the Managing Director and the Whole-Time Director, shall be available for inspection by the Members in electronic mode from the date of circulation of this Notice up to the date of the 27th AGM. Members desirous of inspecting any such document may send a request by e-mail to investors@babaartslimited.com or babaartslimited@yahoo.com.

14. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act shall be available for inspection by the Members in electronic mode during the continuance of the 27th AGM upon a request being sent to investors@babaartslimited.com.

15. The Annual Report of the Company for the financial year 2025-26, comprising the Audited Financial Statements, the Board's Report, the Corporate Governance Report, the Management Discussion and Analysis Report and other statutory documents, together with this Notice, is being sent only by electronic mode to all the Members whose e-mail addresses are registered with the Company / Depositories, in terms of the said Circulars. Members who have not registered their e-mail addresses are requested to do so as stated in Note 7 above. The Annual Report is also available on the website of the Company at **www.babaartslimited.com** and on the website of BSE Limited at **www.bseindia.com**. In terms of Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where the complete Annual Report is available, is being sent to those Members whose e-mail addresses are not registered with the Company / Depositories.

16. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021 and the subsequent circulars issued in this behalf, the Company and its Registrar and Share Transfer Agent are not permitted to process any service request from Members holding shares in physical form unless the relevant folios are KYC-compliant. Members holding shares in physical form are accordingly urged to complete the registration / updation of PAN, address, bank account details, specimen signature, nomination and e-mail address with the Company's Registrar and Share Transfer Agent at the earliest, as service requests in respect of folios which are not KYC-compliant shall remain frozen.

17. Pursuant to Section 152(6) of the Act, the Directors proposed to be appointed under Item Nos. 2, 4 and 5 of this Notice shall, upon their appointment at this Annual General Meeting, be liable to retire by rotation at subsequent Annual General Meetings; the Independent Directors proposed to be appointed under Item Nos. 6 and 7 are not liable to retire by rotation. As the entire Board of the Company has been reconstituted with effect from 9th October, 2026 through the appointment of Additional

Directors, no Director is liable to retire by rotation at this 27th AGM and, accordingly, no item relating to the re-appointment of a Director retiring by rotation forms part of the Ordinary Business.

18. Members whose shares have been transferred to the Investor Education and Protection Fund ("**IEPF**") may claim the same from the IEPF Authority by making an online application in Form IEPF-5, in accordance with the procedure prescribed under the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

19. Members who have any query or grievance in connection with the 27th AGM, or who require any assistance, may write to the Company Secretary and Compliance Officer at investors@babaartslimited.com or babaartslimited@yahoo.com.

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EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013 and Regulation 36(5) of the Listing Regulations]

The following Explanatory Statement, pursuant to Section 102(1) of the Act, sets out all the material facts relating to the items of Special Business under Item Nos. 2 to 10 of the accompanying Notice. The details required under Regulation 36(3) of the Listing Regulations and SS-2 in respect of the Directors seeking appointment are set out in Annexure A, and the disclosures required under Regulation 36(5) of the Listing Regulations in respect of the Secretarial Auditor are set out under Item Nos. 9 and 10 below.

ITEM NOS. 2 AND 3 – APPOINTMENT OF MS. VIDYA PISHE (DIN: 11881924) AS A DIRECTOR AND AS MANAGING DIRECTOR

Consequent upon the change in control of the Company in favour of Skybridge Interactive LLP pursuant to the Share Purchase Agreement dated 25th February, 2026 and the open offer made under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and the resignation of Mr. Nikhil G. Tanwani as Managing Director and Director of the Company with effect from 9th October, 2026, the Board of Directors, at its Meeting held on 9th October, 2026, appointed Ms. Vidya Pishe (DIN: 11881924) as an Additional Director in capacity of Managing Director of the Company on the recommendation of the Nomination and Remuneration Committee and, at the same Meeting, on the recommendation of the reconstituted Nomination and Remuneration Committee, appointed her as the Managing Director of the Company for a period of 5 (five) years with effect from 9th October, 2026 up to 8th October, 2031, liable to retire by rotation, subject to the approval of the Members.

Ms. Vidya Pishe holds office as an Additional Director only up to the date of this Annual General Meeting pursuant to Section 161(1) of the Companies Act, 2013, and her appointment as a Director requires the approval of the Members. Her appointment as Managing Director requires the approval of the Members by way of an Ordinary Resolution under Sections 196 and 197 of the Act read with Schedule V thereto. Further, in terms of Regulation 17(1C) of the Listing Regulations, the approval of the Members is required to be obtained at the next general meeting or within three months from the date of appointment, whichever is earlier.

Information in accordance with Schedule V of Companies Act, 2013:

I. GENERAL INFORMATION:

Nature of Industry	Film and television content production and distribution, trading of film intellectual property rights, digital media content and post-production activities
Date or expected date of commencement of commercial production	N.A. Since the Company has already commenced its business activities
In case of new companies, expected date of commencement of business activities as per project approved by financial institutions appearing in the prospects	N.A.

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Financial Performance:

(INR in Lakhs)

Particulars	March 31 2026	March 31 2025	March 31 2024
Total Income	1594.52	688.53	1146.18
Depreciation	6.39	6.00	6.00
Total Expenses	1510.87	494.46	975.51
Net Profit	65.30	143.84	197.42
Paid-up Capital	525.00	525.00	525.00
Reserves & Surplus	2215.17	2150.82	2010.80

Foreign Investments or collaborations, if any- There is no direct foreign investment in the Company. There is no foreign collaboration in the Company.

II. INFORMATION ABOUT THE DIRECTOR:

Background details	Ms. Vidya Pishe is a professional with experience in business management, administration and strategic functions. She possesses skills in organisational management, business development, planning and stakeholder coordination. Her experience and professional capabilities are expected to contribute to the overall growth and strategic development of the Company.
Past remuneration	Not applicable
Job profile and his suitability	As Managing Director of the Company, Ms. Vidya Pishe shall be entrusted with the overall management and affairs of the Company, subject to the supervision and control of the Board of Directors.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, industry benchmark in general, profile, position, responsibilities, capabilities and the involvement of Ms. Vidya Pishe in the Company, the proposed remuneration is reasonable and in line with the remuneration levels in the Industry, across the Country and befits his position.
Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	None

The terms and conditions of appointment and the remuneration of Ms. Vidya Pishe as Managing Director, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, are as under:

Particulars	Details
Designation	Managing Director
Period of appointment	5 (five) years, from 9th October, 2026 up to 8th October, 2031
Liable to retire by rotation	Yes

Key Managerial Personnel	Yes – under Sections 2(51) and 203 of the Act
Basic salary	Rs. 40,000/- per month
House rent allowance / perquisites	Rs. 20,000/- per month
Other allowances and benefits	Rs. 20,000/- per month
Total remuneration (per annum)	Rs. 9,60,000/- per annum
Minimum remuneration	In the event of absence or inadequacy of profits in any financial year during the currency of the tenure, the above remuneration shall be paid as minimum remuneration for a period not exceeding three years from 9th October, 2026, subject to the limits and conditions prescribed under Section II of Part II of Schedule V to the Act.
Notice period	Thirty Days
Sitting fees	Not entitled to any sitting fees for attending meetings of the Board or its Committees.
Powers and duties	Subject to the superintendence, control and direction of the Board of Directors, she shall exercise substantial powers of management of the affairs of the Company, subject to the provisions of Section 179 of the Act and the Articles of Association of the Company.

The above remuneration is within the limits prescribed under Schedule V to the Companies Act, 2013 and the Rules made thereunder, and the Company is not required to obtain the approval of the Central Government in respect thereof. The Nomination and Remuneration Committee has confirmed that the proposed remuneration is commensurate with the responsibilities to be discharged by Ms. Vidya Pishe. Ms. Vidya Pishe satisfies the conditions set out in Part I of Schedule V to the Act and is not disqualified from being appointed as a Director in terms of Section 164 of the Act. She has furnished her consent to act as Director in Form DIR-2, her disclosure of interest in Form MBP-1 and her declaration of non-disqualification in Form DIR-8. The statement containing the information required under clause (iv) of the second proviso to Section II of Part II of Schedule V to the Act is set out after the Explanatory Statement for Item Nos. 5 and 6.

A brief profile of Ms. Vidya Pishe, as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings, is set out in **Annexure A** to this Notice.

The Board of Directors recommends the Ordinary Resolutions set out at Item Nos. 2 and 3 of the accompanying Notice for the approval of the Members.

Except Ms. Vidya Pishe herself and her relatives, to the extent of her appointment and remuneration, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 2 and 3.

ITEM NO. 4 – APPOINTMENT OF MR. EKNATH BADE (DIN: 11523239) AS A DIRECTOR

Mr. Eknath Bade (DIN: 11523239) was appointed as an Non Executive Additional Director (Non-Executive) of the Company by the Board of Directors at its Meeting held on 9th October, 2026, on the recommendation of the Nomination and Remuneration Committee, pursuant to Section 161(1) of the Act, and holds office only up to the date of this Annual General Meeting. As a Non-Executive Director, he will be entitled only to sitting fees for attending meetings of the Board and its Committees.

Mr. Eknath Bade is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has furnished his consent to act as Director in Form DIR-2, his disclosure of interest in Form MBP-1 and his declaration of non-disqualification in Form DIR-8. In terms of Regulation 17(1C) of the Listing Regulations, the approval of the Members is required to be obtained at the next general meeting or within three months from the date of his appointment by the Board, whichever is earlier. His brief profile is set out in **Annexure A** to this Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for the approval of the Members.

Except Mr. Eknath Bade himself and his relatives, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

ITEM NOS. 5 – APPOINTMENT OF MR. HARDEEP DARSHAN SINGH SANGHA (DIN: 11752789) AS A DIRECTOR

Mr. Hardeep Singh Sangha (DIN: 11752789) was appointed as an Executive Additional Director of the Company by the Board of Directors at its Meeting held on 9th October, 2026, on the recommendation of the Nomination and Remuneration Committee, pursuant to Section 161(1) of the Act, and holds office only up to the date of this Annual General Meeting.

Mr. Hardeep Darshan Singh Sangha is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has furnished his consent to act as Director in Form DIR-2, his disclosure of interest in Form MBP-1 and his declaration of non-disqualification in Form DIR-8. In terms of Regulation 17(1C) of the Listing Regulations, the approval of the Members is required to be obtained at the next general meeting or within three months from the date of his appointment by the Board, whichever is earlier. His brief profile is set out in **Annexure A** to this Notice

The Board of Directors recommends the Ordinary Resolutions set out at Item Nos. 5 of the accompanying Notice for the approval of the Members.

Except Mr. Hardeep Darshan Singh Sangha himself and his relatives, to the extent of his appointment and remuneration, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 5 and 6.

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ITEM NO. 6 – APPOINTMENT OF MS. NEERU SAINI (DIN: 03617003) AS AN INDEPENDENT DIRECTOR

Ms. Neeru Saini (DIN: 03617003) was appointed as an Additional Director of the Company in the category of Independent Director by the Board of Directors at its Meeting held on 9th October, 2026, on the recommendation of the Nomination and Remuneration Committee, to hold office for a first term of 5 (five) consecutive years from 9th October, 2026 up to 8th October, 2031, not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution. She holds office as an Additional Director only up to the date of this Annual General Meeting.

Ms. Neeru Saini has submitted a declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations, and that she is not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact her ability to discharge her duties with an objective independent judgement and without any external influence. She has registered her name in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs ("**IICA**") pursuant to Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. She is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has furnished her consent in Form DIR-2 and her declaration in Form DIR-8.

In the opinion of the Board, Ms. Neeru Saini fulfils the conditions specified in the Companies Act, 2013, the Rules made thereunder and the Listing Regulations for appointment as an Independent Director, is independent of the management of the Company, and possesses the requisite integrity, expertise and experience (including the proficiency) for such appointment. In terms of Regulation 17(1C) of the Listing Regulations, the approval of the Members is required to be obtained at the next general meeting or within three months from the date of her appointment by the Board, whichever is earlier. Pursuant to Regulation 25(2A) of the Listing Regulations, the appointment of an Independent Director requires the approval of the Members by way of a Special Resolution.

The Nomination and Remuneration Committee, after evaluating the balance of skills, knowledge and experience on the Board, has prepared a description of the role and capabilities required of an Independent Director. In terms of Regulation 36(3) of the Listing Regulations, the skills and capabilities required for the role, and the manner in which Ms. Neeru Saini meets such requirements, are given in the enclosed annexure A.

Her brief profile is set out in **Annexure A** to this Notice. The terms and conditions of her appointment are available on the website of the Company at **www.babaartslimited.com**.

The Board of Directors recommends the Special Resolution set out at Item No. 7 of the accompanying Notice for the approval of the Members.

Except Ms. Neeru Saini herself and her relatives, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7.

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ITEM NO. 7 – APPOINTMENT OF MR. CHANDRESH DUTT UPADHYAY (DIN: 01140078) AS AN INDEPENDENT DIRECTOR

Mr. Chandresh Dutt Upadhyay (DIN: 01140078) was appointed as an Additional Director of the Company in the category of Independent Director by the Board of Directors at its Meeting held on 9th October, 2026, on the recommendation of the Nomination and Remuneration Committee, to hold office for a first term of 5 (five) consecutive years from 9th October, 2026 up to 8th October, 2031, not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution.

Mr. Chandresh Dutt Upadhyay has submitted a declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations, and that he is not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact his ability to discharge his duties with an objective independent judgement and without any external influence. He has registered his name in the Independent Directors' Databank maintained by the IICA pursuant to Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. He is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has furnished his consent in Form DIR-2 and his declaration in Form DIR-8.

In the opinion of the Board, Mr. Chandresh Dutt Upadhyay fulfils the conditions specified in the Companies Act, 2013, the Rules made thereunder and the Listing Regulations for appointment as an Independent Director, is independent of the management of the Company, and possesses the requisite integrity, expertise and experience (including the proficiency) for such appointment. In terms of Regulation 17(1C) of the Listing Regulations, the approval of the Members is required to be obtained at the next general meeting or within three months from the date of his appointment by the Board, whichever is earlier. Pursuant to Regulation 25(2A) of the Listing Regulations, the appointment of an Independent Director requires the approval of the Members by way of a Special Resolution.

The Nomination and Remuneration Committee, after evaluating the balance of skills, knowledge and experience on the Board, has prepared a description of the role and capabilities required of an Independent Director. In terms of Regulation 36(3) of the Listing Regulations, the skills and capabilities required for the role, and the manner in which Mr. Chandresh Dutt Upadhyay meets such requirements, are given in the enclosed annexure A.

His brief profile is set out in **Annexure A** to this Notice. The terms and conditions of his appointment are available on the website of the Company at **www.babaartslimited.com**.

The Board of Directors recommends the Special Resolution set out at Item No. 8 of the accompanying Notice for the approval of the Members.

Except Mr. Chandresh Dutt Upadhyay himself and his relatives, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8.

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ITEM NO. 8

APPOINTMENT OF SECRETARIAL AUDITORS FOR A TERM OF FIVE CONSECUTIVE YEARS

M/s. Dholakia & Associates LLP, Company Secretaries, the Secretarial Auditor of the Company, tendered their resignation with effect from 9th October, 2026, resulting in a casual vacancy in the office of Secretarial Auditor. The Board of Directors, at its Meeting held on 9th October, 2026, on the recommendation of the Audit Committee, appointed M/s. G. R. Gupta & Associates, Company Secretaries in Whole-Time Practice, to fill the said casual vacancy, to hold office from the conclusion of the said Board Meeting until the conclusion of this 27th Annual General Meeting. The Members are requested to approve, ratify and confirm the said appointment.

Upon the conclusion of the 27th Annual General Meeting, the office of Secretarial Auditors will fall vacant. Pursuant to Regulation 24A of the Listing Regulations, as substituted by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 notified on 12th December, 2024 and effective from 1st April, 2025, a listed entity is required to appoint, with the approval of its shareholders in the Annual General Meeting, an individual Secretarial Auditor for one term of five consecutive years, or a Secretarial Audit firm for not more than two terms of five consecutive years each. Any association of the individual or the firm as Secretarial Auditor of the listed entity prior to 31st March, 2025 is not to be reckoned for the purpose of computing such tenure.

M/s. G. R. Gupta & Associates, Company Secretaries in Whole-Time Practice (Certificate of Practice No. 8554), hold a valid Peer Review Certificate (No. 6200/2024) issued by the Peer Review Board of the Institute of Company Secretaries of India and satisfy the eligibility and qualification criteria prescribed under Regulation 24A(1A) and (1B) of the Listing Regulations. They have furnished their written consent to the appointment and have confirmed that they are not disqualified from being appointed as Secretarial Auditors of the Company. The Board of Directors, on the recommendation of the Audit Committee, recommends their appointment as Secretarial Auditors for a first term of five consecutive years commencing from the financial year 2026-27 until the conclusion of the 32nd Annual General Meeting.

Disclosure under Regulation 36(5) of the Listing Regulations:

Particulars	Details
Proposed fees payable	The annual professional fee payable to the Secretarial Auditor shall be as mutually agreed between the Board of Directors of the Company and the Secretarial Auditor.
Terms of appointment	Secretarial Auditors for a first term of five consecutive years from the financial year 2026-27 until the conclusion of the 32nd AGM.
Material change in fee payable, and basis of change	There is no material change in the proposed fee payable to the Secretarial Auditor as compared with the fee payable to the outgoing Secretarial Auditor.

Basis of recommendation, including the credentials of the proposed auditors	The Audit Committee and the Board of Directors, after considering the qualifications, experience, expertise and credentials of the proposed Secretarial Auditor, have recommended the appointment of M/s. G. R. Gupta & Associates. **Credentials:** M/s. G. R. Gupta & Associates is a firm of Practising Company Secretaries having experience in undertaking secretarial audits and advising listed entities on corporate, securities and regulatory compliances.

The Board of Directors recommends the Ordinary Resolutions set out at Item No. 8 of the accompanying Notice for the approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8

By Order of the Board of Directors
For Baba Arts Limited

Naishadh H. Mankad
Company Secretary & Compliance Officer
ICSI Membership No.: A2996

Place: Mumbai
Date: 9th October, 2026
Registered Office: B-1 & B-4, Baba House, 86, M. V. Road, Andheri (East), Mumbai 400093 | CIN: L72200MH1999PLC119177

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ANNEXURE A

BRIEF PROFILE OF THE DIRECTORS SEEKING APPOINTMENT AT THE 27TH ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India]

Particulars	Ms. Vidya Pishe (Item Nos. 2 and 3) Managing Director	Mr. Eknath Bade (Item No. 3) Non-Executive Director	Mr. Hardeep Darshan Singh Sangha (Executive Director) (Item Nos. 5)	Ms. Neeru Saini (Item No. 6) Independent Director	Mr. Chandresh Dutt Upadhyay (Item No. 7) Independent Director
DIN	11881924	11523239	11752789	03617003	01140078
Date of birth / Age	11-09-1973/52 years	01-06-1982 / 44years	30-10-1989/ 37years	15-08-1985 /41 years	17-11-1994/31years
Nationality	Indian	Indian	Indian	Indian	Indian
Date of first appointment on the Board	9th October, 2026	9th October, 2026	9th October, 2026	9th October, 2026	9th October, 2026
Qualifications	Graduate	Graduate	Graduate	Company Secretary and LL.B	B.Com and MBA
Experience and area of expertise	Strategic marketing, operational management, and scaling enterprises	Extensive hands-on experience across the business landscape, with deep understanding of market dynamics, scaling enterprises, and navigating complex competitive environments.	Experience in studying of market trends, audience psychology, and content monetization.	Company Law Compliances and Legal Matters.	Management and Finance

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Particulars	Ms. Vidya Pishe (Item Nos. 2 and 3) Managing Director	Mr. Eknath Bade (Item No. 3) Non-Executive Director	Mr. Hardeep Darshan Singh Sangha (Executive Director) (Item Nos. 5)	Ms. Neeru Saini (Item No. 6) Independent Director	Mr. Chandresh Dutt Upadhyay (Item No. 7) Independent Director
Directorships held in other listed entities (as on the date of this Notice)	None	Yes Managing Director of ARIS International Limited	None	None	1
Memberships / Chairmanships of Committees of other listed entities	None	1 (One)	None	None	None
Listed entities from which the Director has resigned in the past three years	None	None	None	None	None
No. of equity shares held in the Company	Nil	Nil	Nil	Nil	Nil
Relationship with other Directors / KMP of the Company	None	None	None	None	None
No. of Board meetings attended during FY 2025-26	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

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Particulars	Ms. Vidya Pishe (Item Nos. 2 and 3) Managing Director	Mr. Eknath Bade (Item No. 3) Non-Executive Director	Mr. Hardeep Darshan Singh Sangha (Executive Director) (Item Nos. 5)	Ms. Neeru Saini (Item No. 6) Independent Director	Mr. Chandresh Dutt Upadhyay (Item No. 7) Independent Director
Terms and conditions of appointment / re-appointment	Managing Director for 5 years from 9th October, 2026 to 8th October, 2031. Remuneration as set out in the Explanatory Statement to Item Nos. 2 and 3. Liable to retire by rotation.	Non -Executive Director, liable to retire by rotation. No remuneration other than sitting fees.	Executive Director of the Company, liable to retire by rotation.	Independent Director, not liable to retire by rotation, for a first term of 5 consecutive years from 9th October, 2026 to 8th October, 2031. No remuneration other than sitting fees.	Independent Director, not liable to retire by rotation, for a first term of 5 consecutive years from 9th October, 2026 to 8th October, 2031. No remuneration other than sitting fees.
Skills and capabilities required for the role and the manner in which the proposed person meets them (Independent Directors)	Dynamic business leader with extensive expertise in strategic marketing, operational management, and scaling enterprises	He is an Arts Graduate with extensive hands-on experience across the business landscape, Mr. Bade has cultivated a deep understanding of market dynamics, scaling enterprises, and navigating complex competitive environments.	Understanding of market trends, audience psychology, and content monetization. His leadership approach bridges creative storytelling with strategic execution, driving sustainable growth for media enterprises.	The proposed Independent Director, being a qualified Company Secretary, possesses requisite expertise in corporate laws, securities laws, SEBI regulations, corporate governance and regulatory compliances.	The proposed Independent Director, possesses requisite expertise in finance, business management, corporate strategy, administration and commercial matters, with an understanding of corporate governance

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Particulars	Ms. Vidya Pishe (Item Nos. 2 and 3) Managing Director	Mr. Eknath Bade (Item No. 3) Non-Executive Director	Mr. Hardeep Darshan Singh Sangha (Executive Director) (Item Nos. 5)	Ms. Neeru Saini (Item No. 6) Independent Director	Mr. Chandresh Dutt Upadhyay (Item No. 7) Independent Director
Remuneration last drawn / sitting fees (if any)	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

Note: The above information has been furnished on the basis of the disclosures made by the respective Directors. None of the above Directors is related to any other Director or Key Managerial Personnel of the Company.

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ANNEXURE B

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND FOR JOINING THE 27TH ANNUAL GENERAL MEETING THROUGH VC / OAVM

The remote e-voting period commences on Friday, the 30th October, 2026 at 9.00 a.m. (IST) and ends on Monday, the 2nd November, 2026 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by MUFG Intime India Private Limited for voting thereafter. The Members whose names appear in the Register of Members / Register of Beneficial Owners as on the record date (cut-off date), i.e. Friday, the 23rd October, 2026, may cast their votes electronically. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, the 23rd October, 2026.

In terms of SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023, individual shareholders holding securities in demat mode are permitted to vote through their demat accounts maintained with the Depositories and the Depository Participants.

Shareholders are advised to update their mobile number and e-mail address correctly in their demat accounts in order to access the e-voting facility.

A. LOGIN METHOD FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

I. Individual shareholders holding securities in demat mode with NSDL

Method 1 – NSDL OTP-based login

a) Visit the URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8-character DP ID, 8-digit Client ID, PAN and verification code, and generate the OTP.

c) Enter the OTP received on your registered e-mail address / mobile number and click on "Login".

d) Upon successful authentication, you will be redirected to the NSDL depository website, where you will be able to see e-Voting services under "Value Added Services". Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or on the e-voting link displayed alongside the Company's name, and you will be redirected to the InstaVote website for casting your vote during the remote e-voting period.

Method 2 – NSDL IDeAS facility

Shareholders registered for the IDeAS facility:

a) Visit the URL: https://eservices.nsdl.com and click on the "Beneficial Owner" icon under the "IDeAS Login" section. Enter your IDeAS User ID, password and verification code, and click on "Log-in".

b) Upon successful authentication, you will be able to see e-Voting services under the "Value Added Services" section. Click on "Access to e-Voting" under e-Voting services.

c) Click on "MUFG InTime" or on the e-voting link displayed alongside the Company's name, and you will be redirected to the InstaVote website for casting your vote during the remote e-voting period.

Shareholders not registered for the IDeAS facility:

a) To register, visit the URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal", or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter your 8-character DP ID, 8-digit Client ID, mobile number and verification code, and click on "Submit".

c) Enter the last four digits of your bank account number and generate the OTP.

d) Upon successful registration, you will be provided with a Login ID and password.

e) Thereafter, follow the steps set out in points (a) to (c) above.

Method 3 – NSDL e-voting website

a) Visit the URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under the "Shareholder/Member" section.

c) Enter your User ID (i.e. your 16-digit demat account number held with NSDL), password / OTP and the verification code displayed on the screen, and click on "Login".

d) Upon successful authentication, you will be redirected to the NSDL depository website, where you will be able to see e-Voting services under "Value Added Services". Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or on the e-voting link displayed alongside the Company's name, and you will be redirected to the InstaVote website for casting your vote during the remote e-voting period.

II. Individual shareholders holding securities in demat mode with CDSL

Method 1 – CDSL e-voting page

a) Visit the URL: https://www.cdslindia.com

b) Go to the "e-voting" tab.

c) Enter your 16-digit demat account number (BO ID) and PAN, and click on "Submit".

d) The system will authenticate the user by sending an OTP to the mobile number and e-mail address recorded in the demat account.

e) Upon successful authentication, the e-voting option will be displayed, containing the links of the e-voting service providers, i.e. MUFG InTime. Click on "MUFG InTime" or on the e-voting link displayed alongside the Company's name, and you will be redirected to the InstaVote website for casting your vote during the remote e-voting period.

Method 2 – CDSL Easi / Easiest facility

Shareholders registered for the Easi / Easiest facility:

a) Visit the URL: https://web.cdslindia.com/myeasitoken/Home/Login, or visit **www.cdslindia.com**, click on "Login" and select "My Easi New (Token)".

b) Enter your existing username and password and click on "Login".

c) Upon successful authentication, the e-voting option will be displayed, containing the links of the e-voting service providers, i.e. MUFG InTime. Click on "MUFG InTime" or on the e-voting link displayed alongside the Company's name, and you will be redirected to the InstaVote website for casting your vote during the remote e-voting period.

Shareholders not registered for the Easi / Easiest facility:

a) To register, visit the URL: **https://web.cdslindia.com/myeasitoken/Home/EasiRegistration** or **https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration**

b) Proceed to update the required fields for registration.

c) Upon successful registration, the username and password will be sent to the registered e-mail address. Thereafter, follow the steps set out in points (a) to (c) above.

III. Individual shareholders holding securities in demat mode logging in through their Depository Participant

a) Log in to the website of your Depository Participant.

b) Upon successful login, navigate to the "e-voting" option.

c) Click on the "e-voting" option; you will be redirected to the NSDL / CDSL depository website upon successful authentication, where the e-voting feature can be accessed.

d) Upon successful authentication, click on "MUFG InTime" or on the e-voting link displayed alongside the Company's name, and you will be redirected to the InstaVote website for casting your vote during the remote e-voting period.

B. LOGIN METHOD FOR SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE AND FOR NON-INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

Shareholders holding shares in physical mode and non-individual shareholders holding securities in demat mode as on the cut-off date may register and vote on InstaVote as under:

Step 1 – Login / Sign-up on InstaVote

a) Visit the URL: https://instavote.linkintime.co.in and click on "Login" under the "SHAREHOLDER" tab.

b) Enter your User ID.

c) Enter your existing password.

d) Enter the image verification (CAPTCHA) code.

e) Click on "Submit". The home page of e-voting will open; thereafter follow the process set out under "Steps to cast vote for Resolutions".

Step 2 – Steps to cast vote for resolutions through InstaVote

a) Upon successful authentication and redirection to the InstaVote inbox page, you will be able to see the "Notification for e-voting".

b) Select the "View" icon; the e-voting page will appear.

c) Refer to the description of the resolution and cast your vote by selecting the desired option, "Favour" or "Against". If you wish to view the entire resolution, click on the "View Resolution" file link.

d) After selecting the desired option, click on "Submit".

e) A confirmation box will be displayed. To confirm your vote, click on "Yes"; to change your vote, click on "No" and modify your vote accordingly.

Note: Shareholders may click on the "Vote as per Proxy Advisor's Recommendation" option to view the proxy advisor's recommendations for each resolution before casting their vote. Shareholders may modify their vote before final submission. Once a vote is cast on a resolution, the shareholder shall not be permitted to modify or change it subsequently.

C. GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS (CUSTODIAN / CORPORATE BODY / MUTUAL FUND)

Step 1 – Registration

a) Visit the URL: https://instavote.linkintime.co.in

b) Click on "Sign Up" under "Custodian / Corporate Body / Mutual Fund".

c) Fill in the entity details and submit the form.

d) A declaration form and an organisation ID will be generated and sent to the e-mail address of the primary contact person furnished at the time of sign-up. The said form is required to be signed by the Authorised Signatory, Director or Company Secretary of the entity, stamped, and sent to insta.vote@linkintime.co.in.

e) Thereafter, the login credentials (User ID, Organisation ID and password) will be sent to the e-mail address of the primary contact person.

Step 2 – Investor mapping

a) Visit the URL: https://instavote.linkintime.co.in and log in with your InstaVote login credentials.

b) Click on the "Investor Mapping" tab under the Menu section.

c) Map the investor with the following details: (i) Investor ID – for an NSDL demat account, the 8-character DP ID followed by the 8-digit Client ID (e.g. IN00000012345678), and for a CDSL demat account, the 16-digit Beneficiary ID; (ii) Investor's name, as recorded with the Depository Participant; (iii) Investor's PAN (10 digits); and (iv) Power of Attorney – attach the board resolution or power of attorney. The file name of the board resolution / power of attorney shall be the DP ID and Client ID or the 16-digit Beneficiary ID. Custodians and mutual funds shall also upload specimen signatures.

d) Click on the "Submit" button. The investor will then be mapped with the Custodian / Corporate Body / Mutual Fund entity, and the same may be viewed under the "Report" section.

Step 3 – Steps to cast vote for resolutions through InstaVote

A corporate shareholder may vote by either of the following two methods during the remote e-voting period:

Method 1 – Votes entry

a) Visit the URL: https://instavote.linkintime.co.in and log in with your InstaVote login credentials.

b) Click on the "Votes Entry" tab under the Menu section.

c) Enter the "Event No." in respect of which you wish to cast your vote. The Event No. may be viewed on the home page of InstaVote under "On-going Events".

d) Enter the 16-digit demat account number.

e) Refer to the description of the resolution and cast your vote by selecting the desired option, "Favour" or "Against", and click on "Submit".

f) A confirmation box will be displayed. To confirm your vote, click on "Yes"; to change your vote, click on "No" and modify your vote accordingly. Once a vote is cast on a resolution, it cannot be modified or changed subsequently.

Method 2 – Votes upload

a) Visit the URL: https://instavote.linkintime.co.in and log in with your InstaVote login credentials.

b) Upon successful login, the "Notification for e-voting" will be displayed.

c) Select the "View" icon against the Company's name / event number; the e-voting page will appear.

d) Download the sample vote file from the "Download Sample Vote File" tab.

e) Cast your vote by selecting the desired option, "Favour" or "Against", in the sample vote file, and upload the same under the "Upload Vote File" option.

f) Click on "Submit"; the message "Data uploaded successfully" will be displayed. Once a vote is cast on a resolution, it cannot be modified or changed subsequently.

Note: Non-individual / body corporate shareholders shall send a scanned copy of the board resolution or power of attorney authorising their representative to vote, to the Scrutinizer at his/her registered e-mail address, with a copy marked to the Registrar and Share Transfer Agent at enotices@in.mpms.mufg.com and to the Company at investors@babaartslimited.com.

D. HELPDESK

Login type	Helpdesk details
Shareholders holding securities in physical mode / non-individual shareholders holding securities in demat mode	MUFG Intime India Private Limited – E-mail: enotices@in.mpms.mufg.com; Tel.: 022-4918 6000
Individual shareholders holding securities in demat mode with NSDL	E-mail: evoting@nsdl.co.in; Tel.: 022-4886 7000

Individual shareholders holding securities in demat mode with CDSL	E-mail: helpdesk.evoting@cdslindia.com; Toll Free: 1800 22 55 33

E. FORGOT PASSWORD

Shareholders holding securities in physical mode and non-individual shareholders holding securities in demat mode: In the event that such a shareholder has forgotten the User ID (Login ID) or the password, or both, the "Forgot Password" option available at **https://instavote.linkintime.co.in** may be used, as under:

- Click on "Login" under the "SHAREHOLDER" tab.
- Click on "Forgot password?".
- Enter the User ID, select the mode and enter the image verification (CAPTCHA) code.
- Click on "Submit".

In the event that a Custodian / Corporate Body / Mutual Fund has forgotten the User ID (Login ID) or the password, or both, the "Forgot Password" option available at https://instavote.linkintime.co.in may be used, as under:

- Click on "Login" under the "Custodian / Corporate Body / Mutual Fund" tab.
- Click on "Forgot password?".
- Enter the User ID and Organisation ID, and enter the image verification (CAPTCHA) code.
- Click on "Submit".

Where the shareholder has a valid e-mail address, the password will be sent to his / her registered e-mail address. The shareholder may set a password of his / her choice by furnishing information relating to the security question and answer, PAN, date of birth / date of incorporation and such other particulars as may be required. The password shall contain a minimum of eight characters, including at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual shareholders holding securities in demat mode with NSDL / CDSL who have forgotten their password: Such shareholders are advised to use the "Forgot User ID" and "Forgot Password" options available on the website of the respective Depository / Depository Participant referred to above.

F. GENERAL INSTRUCTIONS FOR SHAREHOLDERS

- Shareholders are strongly advised not to share their password with any other person and to take utmost care to keep the password confidential.
- In the case of shareholders holding shares in physical form, the details may be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders may log in any number of times until they have voted on the resolution(s) for a particular "Event".