

# BABA ARTS LIMITED

CIN: L72200MH1999PLC119177

B1 & B4, Baba House, 86, M.V. Road, Andheri (East), Mumbai 400093

Tel: 022 4979 4623 Website: [www.babaartslimited.com](http://www.babaartslimited.com)

Email: [babaartslimited@yahoo.com](mailto:babaartslimited@yahoo.com)/[investors@babaartslimited.com](mailto:investors@babaartslimited.com)

22<sup>nd</sup> September, 2025

To,

Dept. of Corporate Services-CRD,

The BSE Limited,

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort,

Mumbai –400 001

SCRIP CODE: 532380

SCRIP NAME: BABA

**Sub.: Outcome of the 26th Annual General Meeting of Baba Arts Limited ("the company") held on Thursday the 18<sup>th</sup> September, 2025 in accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

The 26th Annual General Meeting ("AGM") of the Company was held on Thursday, the 18<sup>th</sup> September, 2025 at 11.30 a.m. (IST) and concluded at 12.18 p.m. (IST) at Juhu Vile Parle Gymkhana Club, Activity Hall, Ground Floor, Opp. Juhu Bus Depot, Juhu, Mumbai-400049. The shareholders of the Company have approved the following resolutions by majority vote by Remote e-voting and on voting by Poll:

## **ORDINARY BUSINESS:**

### **ORDINARY RESOLUTIONS:**

1. Adoption of Audited Financial Statements and Report of the Board of Directors and Auditor's Report thereon for the Financial Year ended 31st March, 2025.
2. Appointment of Mrs. Malavika A. Acharya (DIN 07007469) who retires by rotation and being eligible offers herself for reappointment.

It is hereby confirmed that Mrs. Malavika A. Acharya is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director by any order of Securities Exchange Board of India or any other such authority.

## **SPECIAL BUSINESS:**

### **ORDINARY RESOLUTIONS:**

3. Appointment of M/s Dholakia & Associates LLP, Company Secretaries in Whole Time Practice as a Secretarial Auditors for a term of 5 (Five) Years i.e. from F.Y.2025-26 to F.Y.2029-30.
4. Approval of Material Related Party transaction of the Company with M/s. Graceland New Media LLP, (GNM) an entity which is controlled by the promoters of the Company.
5. Approval of Material Related Party transaction of the Company with M/s. Baba Films an entity which is owned by Mr. Gordhan P. Tanwani the promoter of the Company.
6. Approval of Material Related Party transaction of the Company with M/s. Bhagwati Media Private Limited an entity which is controlled by Mr. Nikhil G. Tanwani, Chairman & Managing Director of the Company.



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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 Particulars of Attendance and mode of voting along with details of Results of Remote E-voting and voting during AGM (**Annexure "A"**) in respect of all resolutions as set out in the notice dated 21<sup>st</sup> May, 2025. We also enclose Scrutinizer's Consolidated Report (**Annexure "B"**).

All the resolutions set out in the Notice of the AGM were approved with requisite majority.

Kindly take the above document on your record and acknowledge.

Also arrange to disseminate the voting results on the Website of the Exchange.

Thanking You,

Yours Faithfully,

For Baba Arts Limited



Naishadh H. Mankad

Company Secretary & Compliance Officer

Encl:a/a



# ANNEXURE "A"

| General Information about the Company                                                                          |                             |                                                                              |              |                  |                           |
|----------------------------------------------------------------------------------------------------------------|-----------------------------|------------------------------------------------------------------------------|--------------|------------------|---------------------------|
| Disclosure as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 |                             |                                                                              |              |                  |                           |
| Company Name                                                                                                   | BABA ARTS LIMITED           | ISIN                                                                         | INE893A01036 | Scrip Code       | 532380                    |
|                                                                                                                |                             |                                                                              |              | Type of Meeting  | AGM                       |
| Scrutinizer Details                                                                                            |                             |                                                                              |              |                  |                           |
| Name of the Scrutinizer                                                                                        | CS Nrupang Dholakia         | Membership Number                                                            | 10032        | Name of the Firm | Dholakia & Associates LLP |
| Date of the Notice                                                                                             | 21-May-25                   | No. of Shareholders present in the meeting either in person or through Proxy |              |                  |                           |
| Cut Off Date                                                                                                   | 11-Sep-25                   | Promoters & Promoter Group                                                   |              |                  |                           |
| Date of AGM                                                                                                    | 18-Sep-25                   | Public                                                                       |              |                  |                           |
| Total No. of Shareholders on Cut Off Date                                                                      | 11694                       | No. of Shareholders attended the Meeting through Video Conferencing          |              |                  |                           |
| Start time of the AGM                                                                                          | 18-09-2024 11:30 a.m. (IST) | Promoters & Promoter Group                                                   |              |                  |                           |
| End Time of the AGM                                                                                            | 18-09-2024 12.18 p.m (IST)  | Public                                                                       |              |                  |                           |

For BABA ARTS LIMITED



Company Secretary

| Resolution (1)                                                           |                               |                                                                                                                                                                                    |                     |                                         |                          |                        |                                      |                                    |   |
|--------------------------------------------------------------------------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|---|
| Resolution required: (Ordinary / Special)                                |                               | Ordinary                                                                                                                                                                           |                     |                                         |                          |                        |                                      |                                    |   |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               | No                                                                                                                                                                                 |                     |                                         |                          |                        |                                      |                                    |   |
| Description of resolution considered                                     |                               | 1. To receive, consider and adopt the audited financial statements and the reports of the Board of Directors and Auditors thereon for the financial year ended on 31st March, 2025 |                     |                                         |                          |                        |                                      |                                    |   |
| 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 |   |
| Promoter and Promoter Group                                              | E-Voting                      | (1)                                                                                                                                                                                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |   |
|                                                                          | Poll                          | 39208000                                                                                                                                                                           | 26600000            | 67.843                                  | 26600000                 | -                      | 100.0000                             | -                                  | - |
|                                                                          | Postal Ballot (if applicable) |                                                                                                                                                                                    | 12600000            | 32.136                                  | 12600000                 | -                      | 100.0000                             | -                                  | - |
|                                                                          | Total                         | 39208000                                                                                                                                                                           | 39200000            | 99.9796                                 | 39200000                 | -                      | 100.0000                             | -                                  | - |
| Public- Institutions                                                     | E-Voting                      |                                                                                                                                                                                    | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
|                                                                          | Poll                          |                                                                                                                                                                                    | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
|                                                                          | Postal Ballot (if applicable) |                                                                                                                                                                                    | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
|                                                                          | Total                         |                                                                                                                                                                                    | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
| Public- Non institutions                                                 | E-Voting                      | 13292000                                                                                                                                                                           | 552339              | 4.155                                   | 552339                   | -                      | 100.0000                             | -                                  | - |
|                                                                          | Poll                          |                                                                                                                                                                                    | 578                 | 0.004                                   | 578                      | -                      | 100.0000                             | -                                  | - |
|                                                                          | Postal Ballot (if applicable) |                                                                                                                                                                                    | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
|                                                                          | Total                         | 13292000                                                                                                                                                                           | 552917              | 4.1598                                  | 552917                   | -                      | 100.0000                             | -                                  | - |
| Total                                                                    | Total                         | 52500000                                                                                                                                                                           | 39752917            | 75.7198                                 | 39752917                 | -                      | 100.0000                             | -                                  | - |
| Whether Resolution is Pass or not                                        |                               | Yes                                                                                                                                                                                |                     | Details of Invalid Votes                |                          |                        |                                      |                                    |   |
|                                                                          |                               |                                                                                                                                                                                    |                     | Category                                | No. of Votes             |                        |                                      |                                    |   |
|                                                                          |                               |                                                                                                                                                                                    |                     | Promoter & Promoter Group               | 0                        |                        |                                      |                                    |   |
|                                                                          |                               |                                                                                                                                                                                    |                     | Public Institutions                     | 0                        |                        |                                      |                                    |   |
|                                                                          |                               |                                                                                                                                                                                    |                     | Public-Non Institutions                 | 15                       |                        |                                      |                                    |   |

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 Mrs. Malavika A. Acharya (DIN 07007469) who retires by rotation and being eligible offers herself 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 |  |
| Promoter and Promoter Group                                              | E-Voting                      | (1)                                                                                                                                                 | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |  |
|                                                                          | Poll                          |                                                                                                                                                     | 26600000            | 67.843                                  | 26600000                 | -                      | 100.0000                             | -                                  |  |
|                                                                          | Postal Ballot (if applicable) | 39208000                                                                                                                                            | 12600000            | 32.136                                  | 12600000                 | -                      | 100.0000                             | -                                  |  |
|                                                                          | Total                         | 39208000                                                                                                                                            | 39200000            | 99.9796                                 | 39200000                 | -                      | 100.0000                             | -                                  |  |
| Public- Institutions                                                     | E-Voting                      |                                                                                                                                                     | -                   | -                                       | -                        | -                      | -                                    | -                                  |  |
|                                                                          | Poll                          |                                                                                                                                                     | -                   | -                                       | -                        | -                      | -                                    | -                                  |  |
|                                                                          | Postal Ballot (if applicable) |                                                                                                                                                     | -                   | -                                       | -                        | -                      | -                                    | -                                  |  |
|                                                                          | Total                         |                                                                                                                                                     | -                   | -                                       | -                        | -                      | -                                    | -                                  |  |
| Public- Non Institutions                                                 | E-Voting                      |                                                                                                                                                     | 552339              | 4.155                                   | 552337                   | 2                      | 99.9996                              | 0.0004                             |  |
|                                                                          | Poll                          | 13292000                                                                                                                                            | 578                 | 0.004                                   | 578                      | -                      | 100.0000                             | -                                  |  |
|                                                                          | Postal Ballot (if applicable) |                                                                                                                                                     |                     |                                         |                          |                        |                                      |                                    |  |
|                                                                          | Total                         | 13292000                                                                                                                                            | 552917              | 4.1598                                  | 552915                   | 2                      | 99.9996                              | 0.0004                             |  |
| Total                                                                    | Total                         | 52500000                                                                                                                                            | 39752917            | 75.7198                                 | 39752915                 | 2                      | 100.0000                             | 0.0000                             |  |
| Whether Resolution is Pass or not                                        |                               | Yes                                                                                                                                                 |                     | Details of Invalid Votes                |                          |                        |                                      |                                    |  |
|                                                                          |                               |                                                                                                                                                     |                     | Category                                | No. of Votes             |                        |                                      |                                    |  |
|                                                                          |                               |                                                                                                                                                     |                     | Premoter & Promoter Group               | 0                        |                        |                                      |                                    |  |
|                                                                          |                               |                                                                                                                                                     |                     | Public Institutions                     | 0                        |                        |                                      |                                    |  |
|                                                                          |                               |                                                                                                                                                     |                     | Public-Non Institutions                 | 15                       |                        |                                      |                                    |  |

For BABA ARTS LIMITED



Company Secretary

| Resolution (3)                                                           |                                                                                                                                                                                                  |                    |                           |                                         |                          |                        |                                      |                                    |  |
|--------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|---------------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|--|
| Resolution required: (Ordinary / Special)                                | Ordinary                                                                                                                                                                                         |                    |                           |                                         |                          |                        |                                      |                                    |  |
| Whether promoter/promoter group are interested in the agenda/resolution? | NO                                                                                                                                                                                               |                    |                           |                                         |                          |                        |                                      |                                    |  |
| Description of resolution considered                                     | To consider Appointment of M/s Dholakia & Associates LLP, Company Secretaries in Whole Time Practice as a Secretarial Auditors for a term of 5 (Five) Years i.e. from F.Y.2025-26 to F.Y.2029-30 |                    |                           |                                         |                          |                        |                                      |                                    |  |
| 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 |  |
| Promoter and Promoter Group                                              | E-Voting                                                                                                                                                                                         | (1)                | (2)                       | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |  |
|                                                                          | Poll                                                                                                                                                                                             | 39208000           | 26600000                  | 67.843                                  | 26600000                 | -                      | 100.0000                             | -                                  |  |
|                                                                          | Postal Ballot (if applicable)                                                                                                                                                                    |                    | 12600000                  | 32.136                                  | 12600000                 | -                      | 100.0000                             | -                                  |  |
|                                                                          | Total                                                                                                                                                                                            |                    | 39200000                  | 99.9796                                 | 39200000                 | -                      | 100.0000                             | -                                  |  |
| Public- Institutions                                                     | E-Voting                                                                                                                                                                                         |                    | -                         | -                                       | -                        | -                      | -                                    | -                                  |  |
|                                                                          | Poll                                                                                                                                                                                             |                    | -                         | -                                       | -                        | -                      | -                                    | -                                  |  |
|                                                                          | Postal Ballot (if applicable)                                                                                                                                                                    |                    | -                         | -                                       | -                        | -                      | -                                    | -                                  |  |
|                                                                          | Total                                                                                                                                                                                            |                    | -                         | -                                       | -                        | -                      | -                                    | -                                  |  |
| Public- Non Institutions                                                 | E-Voting                                                                                                                                                                                         |                    | 552339                    | 4.155                                   | 552339                   | -                      | 100.0000                             | -                                  |  |
|                                                                          | Poll                                                                                                                                                                                             | 13292000           | 578                       | 0.004                                   | 578                      | -                      | 100.0000                             | -                                  |  |
|                                                                          | Postal Ballot (if applicable)                                                                                                                                                                    |                    |                           |                                         |                          |                        |                                      |                                    |  |
|                                                                          | Total                                                                                                                                                                                            | 13292000           | 552917                    | 4.1598                                  | 552917                   | -                      | 100.0000                             | -                                  |  |
| Total                                                                    | Total                                                                                                                                                                                            | 52500000           | 39752917                  | 75.7198                                 | 39752917                 | -                      | 100.0000                             | -                                  |  |
| Whether Resolution is Pass or not                                        |                                                                                                                                                                                                  | Yes                | Details of Invalid Votes  |                                         |                          |                        |                                      |                                    |  |
|                                                                          |                                                                                                                                                                                                  |                    | Category                  | No. of Votes                            |                          |                        |                                      |                                    |  |
|                                                                          |                                                                                                                                                                                                  |                    | Promoter & Promoter Group | 0                                       |                          |                        |                                      |                                    |  |
|                                                                          |                                                                                                                                                                                                  |                    | Public Institutions       | 0                                       |                          |                        |                                      |                                    |  |
|                                                                          |                                                                                                                                                                                                  |                    | Public-Non Institutions   | 15                                      |                          |                        |                                      |                                    |  |

For BABA ARTS LIMITED

  
Company Secretary

| Resolution (4)                                                           |                                                                                                                                                                      |                           |                     |                                                              |                          |                        |                                                           |                                                         |   |
|--------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|---------------------|--------------------------------------------------------------|--------------------------|------------------------|-----------------------------------------------------------|---------------------------------------------------------|---|
| Resolution required: (Ordinary / Special)                                | Ordinary                                                                                                                                                             |                           |                     |                                                              |                          |                        |                                                           |                                                         |   |
| Whether promoter/promoter group are interested in the agenda/resolution? | YES                                                                                                                                                                  |                           |                     |                                                              |                          |                        |                                                           |                                                         |   |
| Description of resolution considered                                     | To Consider Material Related Party transaction of the Company with M/s. Graceland New Media LLP, (GNM) an entity which is controlled by the promoters of the Company |                           |                     |                                                              |                          |                        |                                                           |                                                         |   |
| Category                                                                 | Mode of voting                                                                                                                                                       | No. of shares held        | No. of votes polled | % of Votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |   |
| Promoter and Promoter Group                                              | E-Voting                                                                                                                                                             | 39208000                  | (2)                 |                                                              | (4)                      | (5)                    |                                                           |                                                         |   |
|                                                                          | Poll                                                                                                                                                                 |                           |                     | 0                                                            |                          | 0                      | -                                                         | -                                                       | - |
|                                                                          | Postal Ballot (if applicable)                                                                                                                                        |                           |                     | 0                                                            |                          | 0                      | -                                                         | -                                                       | - |
|                                                                          | Total                                                                                                                                                                | 39208000                  |                     | 0                                                            |                          | 0                      | -                                                         | -                                                       | - |
| Public- Institutions                                                     | E-Voting                                                                                                                                                             |                           |                     | -                                                            |                          | -                      | -                                                         | -                                                       | - |
|                                                                          | Poll                                                                                                                                                                 |                           |                     | -                                                            |                          | -                      | -                                                         | -                                                       | - |
|                                                                          | Postal Ballot (if applicable)                                                                                                                                        |                           |                     | -                                                            |                          | -                      | -                                                         | -                                                       | - |
|                                                                          | Total                                                                                                                                                                |                           |                     | -                                                            |                          | -                      | -                                                         | -                                                       | - |
| Public- Non Institutions                                                 | E-Voting                                                                                                                                                             | 13292000                  |                     | 236715                                                       | 236713                   | 2                      | 99.9992                                                   | 0.0008                                                  |   |
|                                                                          | Poll                                                                                                                                                                 |                           |                     | 578                                                          | 578                      | -                      | 100.0000                                                  | -                                                       |   |
|                                                                          | Postal Ballot (if applicable)                                                                                                                                        |                           |                     |                                                              |                          |                        |                                                           |                                                         |   |
|                                                                          | Total                                                                                                                                                                | 13292000                  |                     | 237293                                                       | 237291                   | 2                      | 99.9992                                                   | 0.0008                                                  |   |
| Total                                                                    | Total                                                                                                                                                                | 52500000                  |                     | 237293                                                       | 237291                   | 2                      | 99.9992                                                   | 0.0008                                                  |   |
| Details of Invalid Votes                                                 |                                                                                                                                                                      |                           |                     |                                                              |                          |                        |                                                           |                                                         |   |
| Whether Resolution is Pass or not                                        | Yes                                                                                                                                                                  | Category                  |                     | No. of Votes                                                 |                          |                        |                                                           |                                                         |   |
|                                                                          |                                                                                                                                                                      | Promoter & Promoter Group |                     | 0                                                            |                          |                        |                                                           |                                                         |   |
|                                                                          |                                                                                                                                                                      | Public Institutions       |                     | 0                                                            |                          |                        |                                                           |                                                         |   |
|                                                                          |                                                                                                                                                                      | Public-Non Institutions   |                     | 15                                                           |                          |                        |                                                           |                                                         |   |

FOR BABA ARTS LIMITED



Company Secretary

| Resolution (5)                                                           |                               |                                                                                                                                                                   |                     |                                         |                          |                        |                                      |                                    |   |
|--------------------------------------------------------------------------|-------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|---|
| Resolution required: (Ordinary / Special)                                |                               | Ordinary                                                                                                                                                          |                     |                                         |                          |                        |                                      |                                    |   |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               | YES                                                                                                                                                               |                     |                                         |                          |                        |                                      |                                    |   |
| Description of resolution considered                                     |                               | To Consider Material Related Party transaction of the Company with M/s. Baba Films an entity which is owned by Mr. Gordhan P. Tanwani the promoter of the Company |                     |                                         |                          |                        |                                      |                                    |   |
| 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 |   |
| Promoter and Promoter Group                                              | E-Voting                      | (1)                                                                                                                                                               | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |   |
|                                                                          | Poll                          |                                                                                                                                                                   | 0                   | -                                       | 0                        | -                      | -                                    | -                                  | - |
|                                                                          | Postal Ballot (if applicable) | 39208000                                                                                                                                                          | 0                   | -                                       | 0                        | -                      | -                                    | -                                  | - |
|                                                                          | Total                         | 39208000                                                                                                                                                          | 9                   | -                                       | 0                        | -                      | -                                    | -                                  | - |
| Public- Institutions                                                     | E-Voting                      |                                                                                                                                                                   | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
|                                                                          | Poll                          |                                                                                                                                                                   | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
|                                                                          | Postal Ballot (if applicable) |                                                                                                                                                                   | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
|                                                                          | Total                         |                                                                                                                                                                   | -                   | -                                       | -                        | -                      | -                                    | -                                  | - |
| Public- Non Institutions                                                 | E-Voting                      |                                                                                                                                                                   | 236715              | 1.781                                   | 236713                   | 2                      | 99.9992                              | 0.0008                             |   |
|                                                                          | Poll                          |                                                                                                                                                                   | 178                 | 0.001                                   | 178                      | -                      | 100.0000                             | -                                  |   |
|                                                                          | Postal Ballot (if applicable) | 13292000                                                                                                                                                          |                     |                                         |                          |                        |                                      |                                    |   |
|                                                                          | Total                         | 13292000                                                                                                                                                          | 236893              | 1.7822                                  | 236891                   | 2                      | 99.9992                              | 0.0008                             |   |
| Total                                                                    | Total                         | 52500000                                                                                                                                                          | 236893              | 0.4512                                  | 236891                   | 2                      | 99.9992                              | 0.0008                             |   |

| Whether Resolution is Pass or not | Details of Invalid Votes  |              |
|-----------------------------------|---------------------------|--------------|
|                                   | Category                  | No. of Votes |
|                                   | Promoter & Promoter Group | 0            |
|                                   | Public Institutions       | 0            |
|                                   | Public-Non Institutions   | 215          |

FOR BABA ARTS LIMITED

Company Secretary

| Resolution (6)                                                                                                                                                                                             |                                      |                               |                    |                     |                                         |                          |                        |                                      |                                    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                                                                                                                                                  |                                      | Ordinary                      |                    |                     |                                         |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution?                                                                                                                                   |                                      | YES                           |                    |                     |                                         |                          |                        |                                      |                                    |
| To consider Material Related Party transaction of the Company with M/s. Bhagwati Media Private Limited an entity which is controlled by Mr. Nikhil G. Tanwani, Chairman & Managing Director of the Company |                                      |                               |                    |                     |                                         |                          |                        |                                      |                                    |
| Category                                                                                                                                                                                                   | Description of resolution considered | 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                      |                    |                     | 0                                       | 0                        | -                      | -                                    | -                                  |
|                                                                                                                                                                                                            |                                      | Poll                          |                    |                     | 0                                       | 0                        | -                      | -                                    | -                                  |
|                                                                                                                                                                                                            |                                      | Postal Ballot (if applicable) | 39208000           |                     |                                         |                          |                        |                                      |                                    |
|                                                                                                                                                                                                            |                                      | Total                         | 39208000           |                     | 0                                       | 0                        | -                      | -                                    | -                                  |
| Public- Institutions                                                                                                                                                                                       |                                      | E-Voting                      |                    |                     | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                                                                                                                                                            |                                      | Poll                          |                    |                     | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                                                                                                                                                            |                                      | Postal Ballot (if applicable) |                    |                     | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                                                                                                                                                            |                                      | Total                         | -                  |                     | -                                       | -                        | -                      | -                                    | -                                  |
| Public- Non Institutions                                                                                                                                                                                   |                                      | E-Voting                      |                    | 236715              | 1.781                                   | 236713                   | 2                      | 99.9992                              | 0.0008                             |
|                                                                                                                                                                                                            |                                      | Poll                          |                    | 578                 | 0.004                                   | 578                      | -                      | 100.0000                             | -                                  |
|                                                                                                                                                                                                            |                                      | Postal Ballot (if applicable) | 13292000           |                     |                                         |                          |                        |                                      |                                    |
|                                                                                                                                                                                                            |                                      | Total                         | 13292000           | 237293              | 1.7852                                  | 237291                   | 2                      | 99.9992                              | 0.0008                             |
| Total                                                                                                                                                                                                      |                                      | Total                         | 52500000           | 237293              | 0.4520                                  | 237291                   | 2                      | 99.9992                              | 0.0008                             |

| Whether Resolution is Pass or not | Details of Invalid Votes  |              |
|-----------------------------------|---------------------------|--------------|
|                                   | Category                  | No. of Votes |
| Yes                               | Promoter & Promoter Group | 0            |
|                                   | Public Institutions       | 0            |
|                                   | Public-Non Institutions   | 15           |

For BABA ARTS LIMITED

  
Company Secretary

**Managing Partner**

**CS Nrupang B. Dholakia**

B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**DHOLAKIA & ASSOCIATES LLP**

**(COMPANY SECRETARIES)**

**Designated Partner**

**CS Michelle Martin**

B. Com, A.C.S, L.L.B

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

To,

**Mr. Nikhil G. Tanwani**

**The Chairperson of the 26<sup>th</sup> Annual General Meeting of Baba Arts Limited**

Held on Thursday, September 18, 2025 at 11.30 a.m. (IST) at Juhu Vile Parle Gymkhana Club, Activity Hall, Ground Floor, Opp: Juhu Bus Depot, Juhu, Mumbai - 400049.

Dear Sir,

I, **CS Nrupang B. Dholakia, Managing Partner of Dholakia & Associates LLP, Company Secretaries ("Firm")** 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 26<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 presence of Mr. Nrupang Dholakia, Managing Partner of the firm and members who were present.
3. The locked ballot box was subsequently opened in presence of Mr. Nrupang Dholakia, Managing Partner of the firm and in the presence of Mr. Vidyut Vasavada and Mr. Lalit Shah who are not in the employment of the Company. The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and MUFG Intime India Private Limited (formerly known as Link Intime India 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.

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Managing Partner  
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5. The remote e-voting commenced on Sunday, September 14, 2025 at 9.00 a.m. (IST) and ended on Wednesday, the September 17, 2025 at 5.00 p.m. (IST).
6. The remote e-voting result was unblocked at Mumbai from the website of MUFG Intime India Private Limited i.e. <https://instavote.linkintime.co.in/> 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 Vasavada and Mr. Lalit Shah who are not in the employment of the Company.

7. **The Combined Result (Remote e-voting + Poll) is as under:**

- (a) Item No 1: To receive, consider and adopt the audited financial statements and the reports of the Board of Directors and Auditors thereon for the financial year ended on 31st March, 2025 (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                 | 80                                                   | 2,71,52,339                                                           |
| <u>Less:</u> Total Number of Invalid/ Abstained Votes   | NIL                                                  | NIL                                                                   |
| <b>Total Number of Valid Votes</b>                      | <b>80</b>                                            | <b>2,71,52,339</b>                                                    |
| <b>B. Poll</b>                                          |                                                      |                                                                       |
| Total Votes received by Poll                            | 21                                                   | 1,26,00,593                                                           |
| <u>Less:</u> Total Number of Invalid/ Abstained Votes * | 2                                                    | 15                                                                    |
| <b>Total Number of Valid Votes</b>                      | <b>19</b>                                            | <b>1,26,00,578</b>                                                    |
| <b>C. Combined (A+B)</b>                                |                                                      |                                                                       |
| Total Votes received by electronic mode and Poll        | 101                                                  | 3,97,52,932                                                           |
| <u>Less:</u> Total Number of Invalid/ Abstained Votes   | 2                                                    | 15                                                                    |
| <b>Total Number of Valid Votes</b>                      | <b>99</b>                                            | <b>3,97,52,917</b>                                                    |

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Managing Partner

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(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>                            |                              |                                       |
| 80                                                   | 2,71,52,339                  | 100                                   |
| <b>B. Poll</b>                                       |                              |                                       |
| 19                                                   | 1,26,00,578                  | 100                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 99                                                   | 3,97,52,917                  | 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 |
|------------------------------------------------------|------------------------------|---------------------------------------|
| <b>A. Remote e-voting</b>                            |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |
| <b>B. Poll</b>                                       |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |

Managing Partner  
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**Item No. 2: To appoint director in place of Mrs. Malavika A. Acharya (DIN 07007469) who retires by rotation and being eligible offers herself for reappointment (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                 | 80                                                   | 2,71,52,339                                                           |
| <b>Less:</b> Total Number of Invalid/ Abstained Votes   | NIL                                                  | NIL                                                                   |
| <b>Total Number of Valid Votes</b>                      | <b>80</b>                                            | <b>2,71,52,339</b>                                                    |
| <b>B. Poll</b>                                          |                                                      |                                                                       |
| Total Votes received by Poll                            | 21                                                   | 1,26,00,593                                                           |
| <b>Less:</b> Total Number of Invalid/ Abstained Votes * | 2                                                    | 15                                                                    |
| <b>Total Number of Valid Votes</b>                      | <b>19</b>                                            | <b>1,26,00,578</b>                                                    |
| <b>C. Combined (A+B)</b>                                |                                                      |                                                                       |
| Total Votes received by electronic mode and Poll        | 101                                                  | 3,97,52,932                                                           |
| <b>Less:</b> Total Number of Invalid/ Abstained Votes   | 2                                                    | 15                                                                    |
| <b>Total Number of Valid Votes</b>                      | <b>99</b>                                            | <b>3,97,52,917</b>                                                    |

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AAC-9552

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B. Com, A.C.S, L.L.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>                            |                              |                                       |
| 78                                                   | 2,71,52,337                  | 99.9999                               |
| <b>B. Poll</b>                                       |                              |                                       |
| 19                                                   | 1,26,00,578                  | 100                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 97                                                   | 3,97,52,915                  | 99.9999                               |

(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>                            |                              |                                       |
| 2                                                    | 2                            | 0.0001                                |
| <b>B. Poll</b>                                       |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 2                                                    | 2                            | 0.0001                                |

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**Item No. 3: To consider Appointment of M/s Dholakia & Associates LLP, Company Secretaries in Whole Time Practice as Secretarial Auditors for a term of 5 (Five) Years i.e. from F.Y.2025-26 to F.Y.2029-30 (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                 | 80                                                   | 2,71,52,339                                                           |
| <b>Less: Total Number of Invalid/ Abstained Votes</b>   | NIL                                                  | NIL                                                                   |
| <b>Total Number of Valid Votes</b>                      | <b>80</b>                                            | <b>2,71,52,339</b>                                                    |
| <b>B.Poll</b>                                           |                                                      |                                                                       |
| Total Votes received by Poll                            | 21                                                   | 1,26,00,593                                                           |
| <b>Less: Total Number of Invalid/ Abstained Votes *</b> | 2                                                    | 15                                                                    |
| <b>Total Number of Valid Votes</b>                      | <b>19</b>                                            | <b>1,26,00,578</b>                                                    |
| <b>C. Combined (A+B)</b>                                |                                                      |                                                                       |
| Total Votes received by electronic mode and Poll        | 101                                                  | 3,97,52,932                                                           |
| <b>Less: Total Number of Invalid/ Abstained Votes</b>   | 2                                                    | 15                                                                    |
| <b>Total Number of Valid Votes</b>                      | <b>99</b>                                            | <b>3,97,52,917</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>                            |                              |                                       |
| 80                                                   | 2,71,52,339                  | 100                                   |
| <b>B.Poll</b>                                        |                              |                                       |
| 19                                                   | 1,26,00,578                  | 100                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 99                                                   | 3,97,52,917                  | 100                                   |

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Managing Partner

CS Nrupang B. Dholakia

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**DHOLAKIA & ASSOCIATES LLP**

(COMPANY SECRETARIES)

Designated Partner

CS Michelle Martin

B. Com, A.C.S, L.L.B

(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>                                       |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |

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(COMPANY SECRETARIES)

Designated Partner  
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**Item No. 4: To consider Material Related Party transaction of the Company with M/s. Graceland New Media LLP, (GNM)an entity which is controlled by the promoters of the Company (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                 | 80                                                   | 2,71,52,339                                                           |
| <u>Less:</u> Total Number of Invalid/ Abstained Votes** | 5                                                    | 2,69,15,624                                                           |
| <b>Total Number of Valid Votes</b>                      | <b>75</b>                                            | <b>2,36,715</b>                                                       |
| <b>B.Poll</b>                                           |                                                      |                                                                       |
| Total Votes received by Poll                            | 20                                                   | 593                                                                   |
| <u>Less:</u> Total Number of Invalid/ Abstained Votes * | 2                                                    | 15                                                                    |
| <b>Total Number of Valid Votes</b>                      | <b>18</b>                                            | <b>578</b>                                                            |
| <b>C. Combined (A+B)</b>                                |                                                      |                                                                       |
| Total Votes received by electronic mode and Poll        | 100                                                  | 2,71,52,932                                                           |
| <u>Less:</u> Total Number of Invalid/ Abstained Votes   | 7                                                    | 2,69,15,639                                                           |
| <b>Total Number of Valid Votes</b>                      | <b>93</b>                                            | <b>2,37,293</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>                            |                              |                                       |
| 74                                                   | 2,36,713                     | 99.9999                               |
| <b>B. Poll</b>                                       |                              |                                       |
| 18                                                   | 578                          | 100                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 92                                                   | 2,37,291                     | 99.9999                               |

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**DHOLAKIA & ASSOCIATES LLP**  
(COMPANY SECRETARIES)

Designated Partner  
CS Michelle Martin  
B. Com, A.C.S, L.L.B

(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>                            |                              |                                       |
| 1                                                    | 2                            | 0.0001                                |
| <b>B. Poll</b>                                       |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 1                                                    | 2                            | 0.0001                                |

**Item No. 5: To Consider Material Related Party transaction of the Company with M/s. Baba Films an entity which is owned by Mr. Gordhan P. Tanwani the promoter of the Company (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                 | 80                                                   | 2,71,52,339                                                           |
| <b>Less:</b> Total Number of Invalid/ Abstained Votes** | 5                                                    | 2,69,15,624                                                           |
| <b>Total Number of Valid Votes</b>                      | <b>75</b>                                            | <b>2,36,715</b>                                                       |
| <b>B. Poll</b>                                          |                                                      |                                                                       |
| Total Votes received by Poll                            | 20                                                   | 393                                                                   |
| <b>Less:</b> Total Number of Invalid/ Abstained Votes * | 3                                                    | 215                                                                   |
| <b>Total Number of Valid Votes</b>                      | <b>17</b>                                            | <b>178</b>                                                            |
| <b>C. Combined (A+B)</b>                                |                                                      |                                                                       |
| Total Votes received by electronic mode and Poll        | 100                                                  | 2,71,52,732                                                           |
| <b>Less:</b> Total Number of Invalid/ Abstained Votes   | 8                                                    | 2,69,15,839                                                           |
| <b>Total Number of Valid Votes</b>                      | <b>92</b>                                            | <b>2,36,893</b>                                                       |

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**DHOLAKIA & ASSOCIATES LLP**  
(COMPANY SECRETARIES)

Designated Partner  
CS Michelle Martin  
B. Com, A.C.S, L.L.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>                            |                              |                                       |
| 74                                                   | 2,36,713                     | 99.9999                               |
| <b>B. Poll</b>                                       |                              |                                       |
| 17                                                   | 178                          | 100                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 91                                                   | 2,36,891                     | 99.9999                               |

(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>                            |                              |                                       |
| 1                                                    | 2                            | 0.001                                 |
| <b>B. Poll</b>                                       |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 1                                                    | 2                            | 0.0001                                |

Managing Partner  
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**DHOLAKIA & ASSOCIATES LLP**  
(COMPANY SECRETARIES)

Designated Partner  
CS Michelle Martin  
B. Com, A.C.S, L.L.B

**Item No. 6: To consider Material Related Party transaction of the Company with M/s. Bhagwati Media Private Limited an entity which is controlled by Mr. Nikhil G. Tanwani, Chairman & Managing Director of the Company (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                 | 80                                                   | 2,71,52,339                                                           |
| <b>Less:</b> Total Number of Invalid/ Abstained votes** | 5                                                    | 2,69,15,624                                                           |
| <b>Total Number of Valid Votes</b>                      | <b>75</b>                                            | <b>2,36,715</b>                                                       |
| <b>B. Poll</b>                                          |                                                      |                                                                       |
| Total Votes received by Poll                            | 20                                                   | 593                                                                   |
| <b>Less:</b> Total Number of Invalid/ Abstained Votes * | 2                                                    | 15                                                                    |
| <b>Total Number of Valid Votes</b>                      | <b>18</b>                                            | <b>578</b>                                                            |
| <b>C. Combined (A+B)</b>                                |                                                      |                                                                       |
| Total Votes received by electronic mode and Poll        | 100                                                  | 2,71,52,932                                                           |
| <b>Less:</b> Total Number of Invalid/ Abstained Votes   | 7                                                    | 2,69,15,639                                                           |
| <b>Total Number of Valid Votes</b>                      | <b>93</b>                                            | <b>2,37,293</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>                            |                              |                                       |
| 74                                                   | 2,36,713                     | 99.9999                               |
| <b>B. Poll</b>                                       |                              |                                       |
| 18                                                   | 578                          | 100                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 92                                                   | 2,37,291                     | 99.9999                               |

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Tel No. +91 22 26580309, +91 22 26476280, +91 22 26471302. E-Mail: [info@dholakia-associates.com](mailto:info@dholakia-associates.com) LLPIN: AAC-9552

Managing Partner  
CS Nrupang B. Dholakia  
B.Com., F.C.S., M.B.L., L.L.B., D.C.L., EP.CORP

**DHOLAKIA & ASSOCIATES LLP**  
(COMPANY SECRETARIES)

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(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>                            |                              |                                       |
| 1                                                    | 2                            | 0.0001                                |
| <b>B. Poll</b>                                       |                              |                                       |
| NIL                                                  | NIL                          | NIL                                   |
| <b>C. Combined (A+B)</b>                             |                              |                                       |
| 1                                                    | 2                            | 0.0001                                |

A list of equity shareholders who voted by Poll at the Meeting and who voted "FOR," "AGAINST" and those whose votes were declared invalid shall be e-mailed to the Company Secretary of the Company.

8. 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.
9. 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.
10. You may accordingly declare the result of the Remote e-voting and Poll.
11. 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.
12. *\*Kindly note that out of the total 21 individuals who participated in the Poll conducted at the Meeting, 1 shareholder, holding a total of 15 shares of the Company, cast their vote for only 5 shares of the Company, therefore shareholding for vote caste is considered as 5 shares; 1 shareholder holding a total of 10 shares of the Company voted "for" and "against" both, thus vote cast at the Poll has be considered invalid; 1 shareholder of the Company did not cast their vote neither "for" nor "against" thus vote cast at the Poll has be considered invalid; 1 shareholder of the Company holding a total of 200 shares did not caste vote for resolution no. 5 thus vote for said resolution has been considered invalid. Accordingly the said Poll papers have been rejected/ considered invalid.*

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*\*\* Kindly note that out of the total 80 members of the Company who cast their vote through remote e-voting, the votes cast by related parties of the Company pursuant to the provisions of the Companies Act, 2013 and as disclosed in the Annual Report of the Company for the financial year 2024-2025 have been considered invalid / abstained for Item Nos. 4, 5 and 6 pertaining to approval of material related party transactions of the Company.*

Thanking you,

Yours faithfully,

Nrupang  
Bhumitra  
Dholakia

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Nrupang Bhumitra  
Dholakia  
Date: 2025.09.22  
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**CS Nrupang Bhumitra Dholakia**

Managing Partner

Dholakia & Associates LLP

(Company Secretaries)

FCS: 10032 CP No: 12884

ICSI Unique Code: P2014MH034700

Peer Review Certificate No: 2404/2022

ICSI UDIN:. F010032G001302818

Place: Mumbai

Date: September 22, 2025

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**ANNEXURE**

**A. BASIS OF ACCEPTANCE**

**I. VOTING THROUGH ELECTRONIC MODE:**

1. Member has voted only through Remote e-voting i.e. electronic mode.
2. Members has voted by Physical Poll Form and Remote e-voting both, then voting done through Remote e-voting has been considered and Physical Poll Form has been treated as 'Invalid.'

**II. PHYSICAL POLL FORM:**

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

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**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 MUFG Intime India Private Limited i.e. <https://instavbelinkintime.co.in/> . 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.
3. Related parties voted to approve the Related Party Transaction.

**II. PHYSICAL POLL FORM:**

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
4. 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.
5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. 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.

**Managing Partner**

**CS Nrupang B. Dholakia**

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**(COMPANY SECRETARIES)**

**Designated Partner**

**CS Michelle Martin**

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7. The Poll Paper received is 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.
8. 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.
9. 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.
10. 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.
11. 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.

Nrupang Bhumitra  
Dholakia

Digitally signed by Nrupang  
Bhumitra Dholakia  
Date: 2025.09.22 12:43:37  
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**CS Nrupang Bhumitra Dholakia**

**Managing Partner**

**Dholakia & Associates LLP**

**(Company Secretaries)**

**FCS: 10032 CP No: 12884**

**ICSI Unique Code: P2014MH034700**

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**Place: Mumbai**

**Date: September 22, 2025**

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