



ESAB INDIA LIMITED
CIN: L29299TN1987PLC058738
Regd. Office: Plot No.13, 3rd Main Road,
Industrial Estate, Ambattur,
Chennai 600 058.
Telephone No: 044-4228 1100
Email id: investor.relations@esab.co.in

RESULTS OF e-VOTING/POLL AT THE 33RD AGM

Pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 and other applicable provisions (if any), that the Company had conducted e-Voting for passing the following Resolutions. The Annual General Meeting was held on 28 August, 2020 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 09:00 am.

Based on the Scrutinizer's report dated 28 August, 2020, the results of the e-Voting are as under:

Particulars of Resolution	Total No. of votes polled	No. of shares and % of total votes cast in favour		No. of shares and % of total votes cast against		Invalid votes
	No of Shares	No. of shares	% of votes	No. of shares	% of votes	
Adoption of Financials for the year ended on 31 March, 2020	13477716	13477614	99.99	102	0.01	Nil
Appointment of Director in place of Mr Rohit Gambhir having Director Identification Number 06686250, who retires by rotation and is eligible for re-appointment.	13477716	13477379	99.99	337	0.01	Nil
Re-appointment of M/s S R Batliboi & Associates LLP having Firm Registration Number 101049W / E300004 as Statutory Auditors of the Company for further term of four consecutive years from the financial year 2020-2021 upto and including the financial year 2023-2024.	13477716	13477530	99.99	107	0.01	Nil
Ratification of Remuneration to Cost Auditor.	13477716	13477599	99.99	117	0.01	Nil

The above resolutions have been passed with REQUISITE MAJORITY.

Chennai
28 August, 2020

By order of the Board
For ESAB India Limited.

S. Venkatakrisnan
Company Secretary



REPORT OF SCRUTINIZER (E-VOTING)

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman of the 33rd Annual General Meeting
ESAB India Limited,
CIN: L29299TN1987PLC058738
Plot No.13, 3rd Main Road,
Industrial Estate, Ambattur
Chennai - 600 058

Dear Sir,

Sub: Scrutinizer's Report for the e-voting pursuant to the provisions of Section 108 of the Companies Act 2013.

I, V. Mahesh, Practicing Company Secretary of V. Mahesh & Associates, have been appointed by the Board of Directors of ESAB India Limited as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read along with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the notice. Our responsibility as a Scrutinizer for the e-voting process is restricted to providing the Scrutinizer's report pertaining to the votes casted "in favour" or "against" the resolutions, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

Further to the above, I submit my report as under:

1. In view of the COVID-19 pandemic, the Annual General Meeting ("AGM") was convened through VC/OAVM without the physical presence of the Members in compliance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CERTIFIED TRUE COPY
For ESAB INDIA LIMITED


S. VENKATAKRISHNAN

Company Secretary
ACS 10061

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Branches at : • Bangalore • Tirupur



2. The e-voting period was kept open from Tuesday, 25th August 2020 (9.00AM) to Thursday, 27th August, 2020 (5.00 PM). We further confirm that e-voting facility was closed at 5.00 PM on 27th August 2020.
3. The Members of the Company who couldn't cast their vote through remote e-voting prior the meeting were also given an option to cast their vote during the Annual General Meeting from 9.00 A.M to 11. A.M
4. The Members of the Company as on the "Cutoff date and the Record Date" (21st day of August, 2020) were entitled to vote on resolutions as set out in the notice.
5. Thereafter the details containing the list of Equity Shareholders, who voted "for" or "against" each of the resolutions were generated from the website of the E-Voting agency (NSDL) <https://www.evoting.nsdl.com> and based on the information generated, the result of the e-voting are as under:




Ordinary Business

Item No.1 - Ordinary Resolution:

To consider and adopt the Balance Sheet as at 31st March 2020 and the Statement of Profit and Loss Account for the financial year ended on that date together with the Reports of Directors and the Auditors thereon.

Voted in favor of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
94	13477614	99.99

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
3	102	0.01

Invalid Votes:

Number of Members whose votes were declared invalid	Total Number of votes cast by them
	NIL




Item No.2 - Ordinary Resolution:

To appoint a Director in place of Mr Rohit Gambhir having Director Identification Number 06686250, who retires by rotation and is eligible for re-appointment.

Voted in favour of the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
91	13477379	99.99

Voted Against the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
6	337	0.01

Invalid Votes

Number of Members whose votes were declared invalid	Total Number of votes cast by them
	NIL

[Handwritten signature]



Item No. 3 - Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s S.R. Batliboi & Associates, LLP, Chartered Accountants, (Firm Registration No. 101049W/E300004), be and are hereby re-appointed as Statutory Auditors of the Company from the conclusion of this meeting to hold such office till the conclusion of Thirty Seventh Annual General Meeting to be held in 2024, at a remuneration plus taxes and levies, as applicable and reimbursement of out-of-pocket expenses incurred, payable in one or more installments, as may be duly recommended by the Audit Committee and approved by the Board of Directors from time to time to conduct the statutory audit from the financial year 2020-2021 up to and including the financial year 2023-2024.

Voted in favour of the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
92	13477530	99.99

Voted Against the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
4	107	0.01

Invalid Votes

Number of Members whose votes were declared invalid	Total Number of votes cast by them
	NIL



Special Business

Item No. 4 - Ordinary Resolution:

RESOLVED THAT the remuneration of Rs.5,50,000/- (Rupees five lakhs fifty thousand only), in addition to reimbursement of travel and out-of-pocket expenses, payable to M/s. Geeyes & Co., Practicing Cost Accountants, Chennai holding Firm Registration No.000044 allotted by the Institute of Cost Accountants of India, who was appointed as Cost Auditor of the Company for the Financial Year ending 31.3.2021 as recommended by the Audit Committee and approved by the Board of Directors at its meeting held on 24 June, 2020 in terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 be and is hereby ratified.

Voted in favour of the resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
92	13477599	99.99

Voted against the resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
5	117	0.01

Invalid votes

Number of Members whose votes were declared invalid	Total Number of votes cast by them
	NIL

Date: 28th August, 2020

Place: Chennai



For V. Mahesh & Associates

V. Mahesh

**Practicing Company Secretary
(CP No.2473)**

UDIN: F004162B000626421