

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Esab India Limited**
 2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Director	DI N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	No. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem a r k s
M r.	Scott Allen Grisham	0 8 4 3 0 5 9 9 9 9 Z	Z Z Z Z Z Z Z	ND, C & NE D		09- May- 2019	09- May- 2019			24- Jul- 19 75	1	0	2	0	AC,S C,NR C	nnM r.&n bsp; Scott Allen Gris ham &nbs p;is a&n bsp;f oreig n natio nal and

																hence no PAN obtained. p;
M r.	Rohit Gambhir	06686250	A F R P G 3 3 4 1 N	ED	M D	01-Nov-2013	01-Nov-2013			06-Mar-1973	1	0	1	0	SC	
M r.	Vikram Krishanlal Tandon	01727251	A A T P T 8 5 5 3 C	ID		29-Jan-2015	29-Jan-2015	56	18-Nov-1948	2	2	2	1	AC,SC		
M r.	Sudhir Chand	01385201	A C R P C 5 8 6 6 F	ID		29-Jan-2015	29-Jan-2015	56	21-Aug-1947	2	2	4	1	AC,SC,NR C		
M r.	Kalyanasundaram Vaidyanathan	00636992	A A A P V 9 3 1 4 N	ID		29-Jan-2015	29-Jan-2015	56	05-Aug-1947	1	0	0	1	AC,NRC		

M s.	Sabitha Rao	0 6 9 0 8 1 2 2	A B Q P S 1 1 9 3 6 G	ID		29- Jan- 2015	29- Jan- 2015		5 6	06- No v- 19 56	1	0	0	0	NRC	
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Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Kalyanasundaram Vaidyanathan	ID	Chairperson	20-Oct-2011	
2	Vikram Krishanlal Tandon	ID	Member	21-Jul-2010	
3	Sudhir Chand	ID	Member	21-Jul-2010	
4	Scott Allen Grisham	ND,C & NED	Member	09-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vikram Krishanlal Tandon	ID	Chairperson	28-Feb-2012	
2	Sudhir Chand	ID	Member	21-Jul-2011	
3	Rohit Gambhir	ED	Member	31-Jul-2014	
4	Scott Allen Grisham	ND,C & NED	Member	09-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Kalyanasundaram Vaidyanathan	ID	Chairperson	18-Feb-2013	
2	Sudhir Chand	ID	Member	18-Feb-2013	
3	Scott Allen Grisham	ND,C & NED	Member	09-May-2019	
4	Sabitha Rao	ID	Member	06-Nov-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
09-May-2019	13-Aug-2019	Yes	5	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	95

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Stakeholders Relationship Committee	09-May-2019		Yes	4	2
Stakeholders Relationship Committee		13-Aug-2019	Yes	3	1
Audit Committee	09-May-2019		Yes	4	3
Audit Committee		13-Aug-2019	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	95

days) [Only for Audit Committee]	
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v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

<p>nThe previous quarter's Corporate Governance report was placed in the Board Meeting held on 13.08.2019 and there were no comments/suggestions/observations from the Board of Directors.n</p>
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Name : **S Venkatakrisnan**
Designation : **Company Secretary**

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Mr.Vikram Tandon, chairperson of the Stakeholders' relationship committee could not attend the annual general meeting of the company due to personal exigencies.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : **S Venkatakrisnan**
Designation : **Company Secretary**