

Postal Ballot Voting Results
Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the Postal Ballot				7-Feb-18					
Total number of shareholders on record date				11297					
No. of shareholders present in the meeting either in person or through proxy:				NA					
No. of Shareholders attended the meeting through Video Conferencing				NA					
Approval of Material Transactions with EWAC Alloys Limited, Related Party									
Resolution required: (Ordinary/ Special)				Ordinary					
Whether promoter/ promoter group are interested in				Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	11347960	-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public-Institutions	E-Voting	261298	244170	93.45	142645	101525	58.42	41.58	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		244170	93.45	142645	101525	58.42	41.58	
Public- Non Institutions	E-Voting	3783132	1548279	40.93	1547930	349	99.98	0.02	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		13236	0.35	13134	102	99.23	0.77	
	Total		1561515	41.28	1561064	451	99.97	0.03	
Total		15392390	1805685	11.73	1703709	101976	94.35	5.65	

For ESAB INDIA LIMITED


S. VENKATAKRISHNAN
 Company Secretary
 ACS 10061



COMBINED REPORT OF SCRUTINIZER (E-VOTING & POSTAL BALLOT)

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read along with rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
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 resolutions passed by e-Voting and postal ballot

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 to receive, scrutinise the polling process at the meeting through ballot papers as per the provisions of Section 108 and Section 110 of the Companies Act, 2013 read along with the respective ruled for the resolutions mentioned in the postal ballot notice circulated on 07.02.2018 to the Members of the Company.

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

- i) The e-voting period was open from Thursday, the 22nd February 2018 (10.00 Hrs) to Friday, the 23rd March 2018 (05.00 Hrs). We further confirm that e-voting facility was closed at 05.00 P.M on 23rd March 2018.
- ii) The Members of the Company as on the "Cut-off date and the Record Date" (09th day of February, 2018) were entitled to vote on resolutions as set out in the notice.
- iii) All the ballot papers were found to be in order.
- iv) Thereafter the details containing the list of Equity Shareholders, who voted "for", or "against" each of the resolutions were generated from the website of e-voting agency (NSDL) i.e., <https://www.evoting.nSDL.com> and based on the information generated, the result of the e-voting are as under:

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For ESAB INDIA LIMITED


S. VENKATAKRISHNAN

Company Secretary
ACS 10061

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Branches at : • Bangalore • Tirupur

Approval of Material Transactions with EWAC Alloys Limited, Related Party

Special Business

Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Company’s Policy on Related Party Transactions, consent of the members of the Company be accorded for entering into related party transactions with the above said Related Party in ordinary course of business and at arm’s length as detailed below and also given in the Explanatory Statement annexed hereto:

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to approve transactions and the terms & conditions with the related party defined under the Act, and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient, or incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approvals of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred herein, to any one of its director or Committee of directors with power to further delegate to or any Key Managerial Personnel of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”



Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
144	1703709	94.28

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
8	101976	5.64

Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
22	1488



V. Mahesh & Associates

V. Mahesh

Date: 26.03.2018

Place: Chennai

Practicing Company Secretary

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FOR ESAB INDIA LIMITED

S. Venkatakrisnan
S. VENKATAKRISHNAN
Company Secretary
ACS 10061