

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : **ESAB INDIA LIMITED**
QUARTER ENDING ON : **31 December, 2014**

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS (YES/NO)	REMARKS
I. Board of Directors	49 (II)		
A. Composition of Board	49 (II A)	YES	-
B. Independent Directors	49 (II B)	YES	
C. Non-Executive Directors compensation & disclosures	49 (II C)	YES	-
D. Other provisions to Board and Committees	49 (II D)	YES	-
E. Code of Conduct	49 (II E)	YES	-
F. Whistle Blower Policy	49 (II F)	YES	
II. Audit Committee	49 (III)	YES	-
A. Qualified & Independent Audit Committee	49 (III A)	YES	-
B. Meeting of Audit Committee	49 (III B)	YES	-
C. Powers of Audit Committee	49 (III C)	YES	-
D. Role of Audit Committee	49 (III D)	YES	-
E. Review of information by Audit Committee	49 (III E)	YES	-
III. Nomination and Remuneration Committee	49 (IV)	YES	-
IV. Subsidiary Companies	49 (V)	N.A.	-
V. Risk Management	49 (VI)	YES	-
VI. Related Party Transactions	49 (VII)	YES	-
VII. Disclosures	49 (VIII)	YES	-
A. Related Party Transactions	49 (VIII A)	YES	-
B. Disclosure of Accounting Treatment	49 (VIII B)	N.A	-
C. Remuneration of Directors	49 (VIII C)	YES	-
D. Management	49 (VIII D)	YES	-
E. Shareholders	49 (VIII E)	YES	-
F. Proceeds from Public issues, rights issues, preferential issues etc.	49 (VIII I)	N.A	-
VIII. CEO/CFO Certification	49 (IX)	YES	As required under Clause 41
IX. Report on Corporate Governance	49 (X)	YES	-
X. Compliance	49 (XI)	YES	