



ESAB/NSE/2018

4 January, 2018

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Scrip Code: ESABINDIA

Dear Sir,

Sub:Submission of information under Regulation 27(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to Corporate Governance

Pursuant to Regulation 27(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the Compliance Report on Corporate Governance duly filled in for the quarter and half year ended 31 December, 2017.

Please acknowledge receipt.

Thanking you,

Yours truly,
For ESAB INDIA LIMITED

A handwritten signature in blue ink, appearing to read "S. Venkatakrishnan", with a horizontal line underneath.

**S. VENKATAKRISHNAN
COMPANY SECRETARY**

Encl: As above

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Esab India Limited**
 2. Quarter ending - **31-Dec-2017**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DI N	P A N	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Daniel Alexis Pryor	05305621	ZZZ ZZ9 999 Z	C	01-Jul-2012			1	2	0
Mr.	Rohit Gambhir	06686250	AFR PG3 341 N	ED	01-Nov-2013			1	1	0
Mr.	Kalyana Sundaram Vaidyanathan	00063692	AA APV 931 4N	ID	29-Jan-2015		2.92	1	1	1
Mr.	Vikram Krishanlal Tandon	01727251	AAT PT8 553 C	ID	29-Jan-2015		2.92	2	2	1
Mr.	Sudhir Chan	013852	ACR PC5 866	ID	29-Jan-2015		2.92	2	4	1

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Ms.	Sabitha Rao	06908122	AB QPS 193 6G	ID	29-Jan-2015		2.92	1	0	0

II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sudhir Chand	ID	Member
2	Vikram Krishanlal Tandon	ID	Member
3	Kalyana Sundaram Vaidyanathan	ID	Chairperson
4	Daniel Alexis Pryor	C	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sudhir Chand	ID	Member
2	Vikram Krishanlal Tandon	ID	Chairperson
3	Rohit Gambhir	ED	Member
4	Daniel Alexis Pryor	C	Member

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Rohit Gambhir	ED	Member
2	Daniel Alexis Pryor	C	Chairperson
3	B Mohan	Chief Financial Officer	Member

Nomination and Remuneration Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sabitha Rao	ID	Member
2	Sudhir Chand	ID	Member
3	Kalyana Sundaram Vaidyanathan	ID	Chairperson
4	Daniel Alexis Pryor	C	Member

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	Maximum gap between any two consecutive (in number of days)
03-Aug-2017	09-Nov-2017	97

IV. Meeting of Committees				
Name of the committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee	09-Nov-2017	Yes	03-Aug-2017	97

Stakeholders Relationship Committee	09-Nov-2017	Yes	03-Aug-2017	
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V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
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

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:

Yes the reports were placed at the board meeting held on 9.11.2017 and no comments/observations/advice from the Board of Directors.
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Name : S Venkatakrisnan
Designation : Company Secretary

For ESAB INDIA LIMITED


S. VENKATAKRISHNAN
Company Secretary
ACS 10061