

Compliance under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

1. Name of Listed Entity : ESAB INDIA LIMITED

2. Quarter ending: 31st December 2015

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Daniel A Pryor	DIN:05305621 PAN:NA	Chairperson	01.07.2012	NA	1	2	Nil
Mr	Rohit Gambhir	DIN:06686250 PAN:AFRPG3341N	Executive	01.11.2013	NA	1	1	Nil
Mr	K Vaidyanathan	DIN:00063692 PAN:AAAPV9314N	Non-Executive/Independent	29.1.2015	11 months, 3 days	1	1	1
Mr	Vikram Tandon	DIN:01727251 PAN:AATPT8553C	Non-Executive/Independent	29.1.2015	11 months, 3 days	2	2	1
Mr	Sudhir Chand	DIN:01385201 PAN:ACRPC5866F	Non-Executive/Independent	29.1.2015	11 months, 3 days	2	4	1
Ms	Sabitha Rao	DIN:06908122 PAN:ABQPS1936G	Non-Executive/Independent	29.1.2015	11 months, 3 days	1	Nil	Nil

II. Composition of Committees		
Name of Committee	Name of Committee members	Category
1. Audit Committee		
	Mr K Vaidyanathan	Chairperson
	Mr Vikram Tandon	Member
	Mr Sudhir Chand	Member
	Mr Daniel A Pryor	Member
2. Nomination & Remuneration Committee		
	Mr K Vaidyanathan	Chairperson
	Mr Sudhir Chand	Member
	Ms.Sabitha Rao	Member
	Mr Daniel A Pryor	Member
3. Risk Management Committee(if applicable)		
	Mr Daniel A Pryor	Chairperson
	Mr Rohit Gambhir	Member
	Mr B Mohan	Member
4. Stakeholders Relationship Committee'		
	Mr Vikram Tandon	Chairperson
	Mr Sudhir Chand	Member
	Mr Daniel A Pryor	Member
	Mr Rohit Gambhir	Member

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
6th August, 2015	5th November, 2015	91 days

IV. Meeting of Committees			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
Audit Committee - 5th November, 2015	Yes	6th August, 2015	91 days
Stakeholders Relationship Committee - 5th November, 2015	Yes	6th August, 2015	91 days
Nomination and Remuneration Committee - 5th November, 2015	Yes	6th August, 2015	91 days

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status</i>
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. Yes
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Nil

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