



ESAB INDIA LIMITED  
CIN: L29299TN1987PLC058738  
Regd. Office: Plot No.13, 3<sup>rd</sup> Main Road,  
Industrial Estate, Ambattur,  
Chennai 600 058.  
Telephone No: 044-4228 1100  
Email id: investor.relations@esab.co.in

**RESULTS OF e-VOTING/POLL AT THE 30TH AGM**

Pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 and other applicable provisions (if any), that the Company had conducted e-Voting/Poll for passing the following Resolutions. The Annual General Meeting was held on 3 August, 2017 at P Obul Reddy Hall, Vani Mahal, 103, G N Road, T Nagar, Chennai – 600 017 at 10:00 am.

Based on the Scrutinizer's report dated 4 August, 2017, the results of the e-Voting/Poll are as under:

Particulars of Resolution	Total No. of votes polled	No. of shares and % of total votes cast in favour		No. of shares and % of total votes cast against	
	No of Shares	No. of shares	% of votes	No. of shares	% of votes
Adoption of Financials for the year ended on 31 March, 2017	13222282	13222197	99.99	85	0.0006
Declaration of Dividend	13222282	13222279	99.99	3	0.0002
Appointment of Director	13222282	13222199	99.99	83	0.0006
Ratification of appointment of Statutory Auditors	13222282	13222199	99.99	83	0.0006
Ratification of Remuneration to Cost Auditor	13222282	13222199	99.99	83	0.0006

The above resolutions have been passed with REQUISITE MAJORITY.

Chennai  
4 August, 2017

By order of the Board  
For ESAB India Ltd.

**S. Venkatakrishnan**  
Company Secretary



**V. MAHESH & ASSOCIATES**  
**COMPANY SECRETARIES**

# 39/19, Aspen Court, 3rd Floor,  
6th Main Road, R.A. Puram,  
Chennai - 600 028.  
Telefax : 91 (44) 2435 4113  
Phone : 91 (44) 4317 4474  
E-mail : chennaiho@vmacs.co.in

**COMBINED REPORT OF SCRUTINIZER (E-VOTING & POLL)**

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 read along with rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman of the 30<sup>th</sup> Annual General Meeting  
**M/s. ESAB India Limited,**  
CIN: L29299TN1987PLC058738  
Plot No.13, 3<sup>rd</sup> Main Road,  
Industrial Estate, Ambattur,  
Chennai - 600 058

Dear Sir,

**Sub:** Scrutinizer's Report for the resolutions passed by e-Voting and Demand for poll

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 109 of the Companies Act, 2013 read along with the respective ruled for the resolutions mentioned in the notice calling the 30<sup>th</sup> Annual General Meeting held on Thursday the 03<sup>rd</sup> day of August 2017 at 10.00A.M.

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

- i) The e-voting period was open from Monday, 31<sup>st</sup> July, 2017 (09.00 A.M) to Wednesday, the 02<sup>nd</sup> August 2017 (05.00 P.M). We further confirm that e-voting facility was closed at 05.00 P.M on 02<sup>nd</sup> August 2017.
- ii) The Members of the Company as on the "**Cut-off date and the Record Date**" (27<sup>th</sup> day of July, 2017) 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:

**CERTIFIED TRUE COPY**  
**For ESAB INDIA LIMITED**

  
**S. VENKATAKRISHNAN**  
Company Secretary  
ACS 10061

**Branches at : • [1] Bangalore • Tirupur**





## Ordinary Business

### Item No.1

#### Ordinary Resolution:

To consider and adopt the Balance Sheet as at 31 March 2017 and the Statement of Profit and Loss Account for the financial year ended on that date together with the Reports of Directors and the Auditors thereon.

#### Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
51	13222197	99.99

#### Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
5	85	0.0006

#### Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
1	1

*[Handwritten signature]*



CERTIFIED TRUE COPY  
of ESAB INDIA LIMITED

S. VENKATKRISHNAN  
Company Secretary  
ACS 10081

## Item No.2

### Ordinary Resolution:

To declare a dividend.

### Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
55	13222279	99.99

### Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
1	3	0.0002

### Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
1	1



## Item No.3

### Ordinary Resolution:

To appoint a Director in place of Mr Rohit Gambhir having Director Identification Number 06686250, who retires by rotation and is eligible for re-appointment.

### Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
53	13222199	99.99


### Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
3	83	0.0006

### Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
1	1

*(Signature)*





## Item No.4

### Ordinary Resolution:

**“RESOLVED THAT** in terms of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Rules (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the appointment of M/s S. R. Batliboi & Associates, LLP, Chartered Accountants, (Firm Registration No. 101049W / E300004), as Statutory Auditors of the Company from the conclusion of this Annual General Meeting up to the conclusion of the Thirty First Annual General Meeting, being the third consecutive year out of their term of five consecutive years approved at the Twenty Eighth Annual General Meeting on such remuneration as shall be fixed by the Board of Directors of the Company be and is hereby ratified.”

### Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
53	13222199	99.99

### Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
3	83	0.0006

### Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
1	1



## Special Business

### Item No.5

#### Ordinary Resolution:

**“RESOLVED THAT** the remuneration of Rs.5,50,000/- (Rupees five lakhs fifty thousand only), in addition to reimbursement of travel and out-of-pocket expenses, payable to M/s. Geeyes & Co., Practising Cost Accountants, Chennai holding Firm Registration No.000044 allotted by the Institute of Cost Accountants of India, who was appointed as Cost Auditor of the Company for the Financial Year ending 31.3.2018 as recommended by the Audit Committee and approved by the Board of Directors at its meeting held on 25 May, 2017 in terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 be and is hereby ratified.”

#### Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
53	13222199	99.99

#### Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
3	83	0.0006

#### Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
1	1

Date: 03.08.2017

Place: Chennai



For V. Mahesh & Associates

V. Mahesh

Practising Company Secretary