

Form No. MGT-7



Form language

English Hindi

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L29299TN1987PLC058738

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

Original

Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	ESAB INDIA LIMITED	ESAB INDIA LIMITED
Registered office address	PLOT NO.13, 3RD MAIN ROAD INDUSTRIAL ESTATE AMBATTUR,NA,CHENNAI,Tamil Nadu,India,600058	PLOT NO.13, 3RD MAIN ROAD INDUSTRIAL ESTATE AMBATTUR,NA,CHENNAI,Tamil Nadu,India,600058
Latitude details	13.09400	13.09400
Longitude details	80.16254	80.16254

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

ESAB ENTRANCE.jpeg

(b) *Permanent Account Number (PAN) of the company

AA*****1G

(c) *e-mail ID of the company

*****j@esab.co.in

(d) *Telephone number with STD code

42*****00

(e) Website

www.esabindia.com

iv *Date of Incorporation (DD/MM/YYYY)

10/11/1987

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

Yes

No

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes

No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U74900TN2015PTC101466	INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED	2nd Floor Kences Towers ,1 Ramakrishna Street North Usman Road T Nagar, Chennai,Chennai,Tamil Nadu,India,600017	INR000000544

ix * (a) Whether Annual General Meeting (AGM) held

Yes

No

(b) If yes, date of AGM (DD/MM/YYYY)

05/08/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	32	Other manufacturing	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		01687590	ESAB Holdings Limited	Holding	37.31
2		08150399	Exelvia Group India B V	Holding	36.41

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	22000000.00	15393020.00	15393020.00	15393020.00
Total amount of equity shares (in rupees)	220000000.00	153930200.00	153930200.00	153930200.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY				
Number of equity shares	22000000	15393020	15393020	15393020
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	220000000.00	153930200.00	153930200	153930200

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital

Total amount of unclassified shares

0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	102052	15290968	15393020.00	153930200	153930200	
Increase during the year	0.00	8750.00	8750.00	87500.00	87500.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Dematerialisation		8750		87500	87500	
Decrease during the year	8750.00	0.00	8750.00	87500.00	87500.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Dematerialisation	8750		8750.00	87500	87500	
At the end of the year	93302.00	15299718.00	15393020.00	153930200.00	153930200.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <input type="text"/>			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <input type="text"/>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the equity shares of the company

ii Details of stock split/consolidation during the year (for each class of shares)

Class of shares		<input type="text"/>
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)**(a) Non-convertible debentures**

*Number of classes

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

13734700000

ii * Net worth of the Company

3612500000

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others				
	ForeignBodyCorp orate	11347960	73.72	0	0.00
	Total	11347960.00	73.72	0.00	0

Total number of shareholders (promoters)

2

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	1458988	9.48	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	66721	0.43	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	682	0.00	0	0.00
5	Financial institutions	25200	0.16	0	0.00
6	Foreign institutional investors	275378	1.79	0	0.00
7	Mutual funds	1944230	12.63	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	63073	0.41	0	0.00

10	Others	210788	1.37	0	0.00
	Others				
	Total	4045060.00	26.27	0.00	0

Total number of shareholders (other than promoters)

21219

Total number of shareholders (Promoters + Public/Other than promoters)

21221.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	6737
2	Individual - Male	13677
3	Individual - Transgender	0
4	Other than individuals	807
	Total	21221.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

68

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	10199	0.07
EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSI	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	18250	0.12
UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	2674	0.02

EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	1997	0.01
NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	510	0.01
UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	240	0.01
WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	1538	0.01
SIIP INDIA OPPORTUNITIES FUND	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	1307	0.01
NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	3548	0.02
EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	1334	0.01
ISHARES MSCI EM SMALL CAP UCITS ETF	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	1081	0.01
STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANAGED BY DIMENSIONAL FUND ADVISO	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C- 54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	384	0.01

ISHARES MSCI INDIA SMALL-CAP ETF	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	10661	0.07
SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPARTAN TOTAL INTERNATIONAL INDEX	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	457	0.01
DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	286	0.01
INTERNATIONAL MONETARY FUND	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	147	0.01
DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS SUS	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	302	0.01
DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	1533	0.01
EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GRO	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	1270	0.01
EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	312	0.01

DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	3535	0.02
WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	309	0.01
DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	196	0.01
ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	1047	0.01
CC&L Q EMERGING MARKETS EQUITY FUND LP	CITIBANK N.A. CUSTODY SERVICESFIFC- 9TH FLOOR, G BLOCKPLOT C-54 AND C-55, BKCBANDRA - EAST, MUMBAI-400098	01/09/2020	India	384	0.01

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	20623	21221
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year	Number of directors at the end of the year	Percentage of shares held by directors as at the end of year

	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	1	0	1	0	0
B Non-Promoter	2	3	2	3	0.00	0.00
i Non-Independent	2	0	2	0	0	0
ii Independent	0	3	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	4	2	4	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

7

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
BHUVARAHAN MOHAN	00261434	Director	0	
RAJA VENKATARAMAN	00669376	Director	0	
RAMESH RAJAN NATARAJAN	01628318	Director	0	
DHARMARAJ CAUVERY	02917088	Director	0	
GANESHSINGH BALAJI	AKZPB0417D	Company Secretary	0	
KEVIN JOSEPH JOHNSON	09147729	Nominee Director	0	
ROHIT GAMBHIR	06686250	Managing Director	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
RAJA VENKATARAMAN	00669376	Director	27/01/2025	Appointment
RAMESH RAJAN NATARAJAN	01628318	Director	27/01/2025	Appointment
VAIDYANATHAN KALYANASUNDARAM	00063692	Director	29/01/2025	Cessation
VIKRAM TANDON	01727251	Director	29/01/2025	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

2

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	08/08/2024	19698	59	76
POSTAL BALLOT	12/03/2025	20592	712	37

B BOARD MEETINGS

*Number of meetings held

6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2024	6	6	100
2	07/08/2024	6	6	100
3	12/11/2024	6	6	100

4	27/01/2025	6	6	100
5	10/02/2025	6	6	100
6	25/03/2025	6	6	100

C COMMITTEE MEETINGS

Number of meetings held

15

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	23/05/2024	3	3	100
2	Stake holder relationship Committee	23/05/2024	4	4	100
3	Corporate Social Responsibility Committee	23/05/2024	3	3	100
4	Stake holder relationship Committee	07/08/2024	4	4	100
5	Audit Committee	07/08/2024	3	3	100
6	Audit Committee	08/11/2024	3	3	100
7	Stake holder relationship Committee	08/11/2024	4	4	100
8	Risk Management Committee	24/06/2024	4	4	100
9	Nomination and Remuneration Committee	27/01/2025	3	3	100
10	Audit Committee	10/02/2025	3	3	100
11	Corporate Social Responsibility Committee	25/03/2025	3	3	100
12	Stake holder relationship Committee	25/03/2025	3	3	100
13	Risk Management Committee	08/11/2024	4	4	100
14	Nomination and Remuneration Committee	25/03/2025	3	3	100

15	Nomination and Remuneration Committee	07/10/2024	3	3	100
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D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 05/08/2025 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	RAJA VENKATARAMAN	6	6	100	15	15	100	Yes
2	RAMESH RAJAN NATARAJAN	6	6	100	8	8	100	Yes
3	DHARMARAJ CAUVERY	6	6	100	2	2	100	Yes
4	KEVIN JOSEPH JOHNSON	2	2	100	2	2	100	Yes
5	ROHIT GAMBHIR	2	2	100	2	2	100	Yes
6	BHUVARAHAN MOHAN	6	6	100	5	5	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
1	Rohit Gambhir	Managing Director	25171020	5536405	0	1611847	32319272.00
	Total		25171020.00	5536405.00	0.00	1611847.00	32319272.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
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1	B Mohan	CFO	14281967	2596992	0	1250853	18129812.00
2	G Balaji	Company Secretary	3847334	997590	0	658395	5503319.00
	Total		18129301.00	3594582.00	0.00	1909248.00	23633131.00

C *Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAJA VENKATARAMAN	Director	0	0	0	117500	117500.00
2	RAMESH RAJAN	Director	0	0	0	139500	139500.00
3	CAUVERY DHARMARAJ	Director	0	937400	0	417000	1354400.00
4	VAIDYANATHAN KALYANASUNDARAM	Director	0	1024000	0	361000	1385000.00
5	VIKRAM TANDON	Director	0	937400	0	361000	1298400.00
	Total		0.00	2898800.00	0.00	1396000.00	4294800.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

Yes

No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS

Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

 Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

21221

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

ESAB_FII_31MARCH25.xlsx

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY)

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

V Mahesh

Date (DD/MM/YYYY)

05/08/2025

Place

Chennai

Whether associate or fellow:

Associate Fellow

Certificate of practice number

2*7*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

* (a) DIN/PAN/Membership number of Designated Person

AKZPB0417D

* (b) Name of the Designated Person

GANESH SINGH BALAJI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 10 dated* (DD/MM/YYYY) 30/11/2013 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*6*6*5*

*To be digitally signed by

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

8*2*

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB5852554

eForm filing date (DD/MM/YYYY)

10/08/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **ESAB India Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2025. In my opinion and to the best of information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I hereby certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act and Rules made there under in respect of:
 1. Its status under the Act;
 2. Maintenance of registers/records and making entries therein within the time prescribed therefor;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;



4. Calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. Closure of Register of Members / Security holders, as the case may be;
6. There were no advances/loans given by the Company to its Directors and/or persons or firms or companies referred in Section 185 of the Act;
7. During the period under review the company had made investments within the limits of Section 186 of the Companies Act, 2013;
8. The Company has entered into contracts and arrangements with related parties as specified in section 188 of the Act in the ordinary course of business and at arm's length basis during the period under review and the same have been duly reviewed by the Audit Committee and Board;
9. The Company had not made any allotment or buy back of securities/redemption of preference shares or debentures/conversion of shares/ securities during the financial year under review. However, the request for transfer or transmission of securities during the year under review were duly noted and requisite compliances were made in accordance with the provisions of Law;
10. There was no transaction necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;



11. Declaration/payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
12. Signing of audited financial statements as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
13. Constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.

During the period under review, Mr. Vaidyanathan Kalyanasundaram and Mr. Vikram Tandon retired from the Board with effect from 30.01.2025 and Mr. Ramesh Rajan Natarajan and Raja Venkataraman were appointed as Independent Directors with effect from 27.01.2025;
14. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
15. During the year under review, there were no instances that required approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
16. The Company has not invited/accepted/renewed/repaid any deposits during the financial year;
17. There were no borrowings from its directors, members, public financial institutions, banks and others and there were no creation/modification/satisfaction of charges during the year under review;



V. MAHESH & ASSOCIATES

#555, Level 8, 'B' Wing,
Capitale Towers, Anna Salai,

Teynampet, Chennai- 600 018

E-Mail ID: chennaiho@vmaes.co.in

Phone: +91 9566077133

Telephone: 044-24354113

18. The company has not altered the provisions of the Memorandum and Articles of Association of the Company
19. The Company is subject to the Secretarial Audit as per the provisions of Section 204 of the Companies Act, 2013 and no observations were noted for the period under review.

For V. Mahesh & Associates

Place: Chennai

Date:

V. Mahesh
Practicing Company Secretary

M No. F4162

C.P No. 2473

P.R. No: 2107/2022

UDIN:

DRAFT