

Esab Inida Limited - Postal ballot Result on 12-03-2025

RESOLUTION	CATEGORY	MODE OF VOTINGS	NO.OF SHARE HELD	TOTAL COUNT	NO.OF VOTES POLLED	%OF VOTES POLLED	FAVOUR COUNT	NO.OF VOTES IN FAVOUR	AGAINST COUNT	NO.OF VOTES AGAINST	%OF VOTES IN FAVOUR ON VOTES POLLED	%OF VOTES AGAINST ON VOTES POLLED
			[1]		[2]	[3]=[2]/(1)*100		[4]		[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
1	PROMOTER & PROMOTER GROUP	REMOTE	11347960	3	11347960	100.000		3	11347960	0	0	100.000
1	INSTITUTIONS	REMOTE	2265757	79	2206118	97.368	65	2140496	14	65622	97.025	2.975
1	PUBLIC	REMOTE	1779303	158	14778	0.831	146	14606	12	172	98.836	1.164
	Total		15393020	240	13568856		214	13503062	26	65794		
2	PROMOTER & PROMOTER GROUP	REMOTE	11347960	3	11347960	100.000		3	11347960		100.000	
2	INSTITUTIONS	REMOTE	2265757	74	2206118	97.368	74	2206118			100.000	
2	PUBLIC	REMOTE	1779303	158	14778	0.831	144	14588	14	190	98.714	1.286
	Total		15393020	235	13568856		221	13568666	14	190		
3	PROMOTER & PROMOTER GROUP	REMOTE	11347960	3	11347960	100.000		3	11347960		100.000	
3	INSTITUTIONS	REMOTE	2265757	76	2206118	97.368	58	2135545	18	70573	96.801	3.199
3	PUBLIC	REMOTE	1779303	158	14778	0.831	146	14624	12	154	98.958	1.042
	Total		15393020	237	13568856		207	13498129	30	70727		



V. MAHESH & ASSOCIATES

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

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REPORT OF SCRUTINIZER (E-VOTING)

[Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 & Regulation 44 of SEBI (Listing Obligations & Disclosures Requirement) Regulations, 2015]

To,

The Chairman

ESAB India Limited,

CIN: L29299TN1987PLC058738

Plot No.13, 3rd Main Road,

Industrial Estate, Ambattur

Chennai - 600058

Dear Sir,

Sub: Report of Scrutinizer on Postal Ballot (e-voting) Results

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 ascertaining the requisite majority on e-voting carried out as per the provisions of Section 110 of the Companies Act, 2013 read along with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 along with relevant Circulars issued by Ministry of Corporate Affairs and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in respect of the resolutions set out in the postal ballot notice along with Explanatory Statement thereto dated 10th February, 2025 ("Postal Ballot Notice").

The management of the Company is responsible to ensure Compliance with the requirements of the Companies Act, 2013, Rules and Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India relating to voting through electronic means on the resolution contained in the postal ballot notice. My responsibility as a Scrutinizer for the e-voting process is restricted to providing the Scrutinizer's report pertaining to the votes casted "in favour" or "against" the resolution stated in the postal ballot notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Authorized Agency to provide e-voting facilities, engaged by the Company.

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V. MAHESH & ASSOCIATES

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

1. The dispatch of the Postal Ballot Notice dated 10.02.2025 was completed on 10th February, 2025.
2. The e-voting period commenced on Tuesday, 11th day of February, 2025 at 09.00 Hrs (IST) and ended on Wednesday, 12th March, 2025 at 17.00 Hrs (IST).
3. The members holding shares as on the "cut-off date" of Wednesday, 31st January, 2025 were entitled to cast their vote through e-voting.
4. The Company has engaged the services of National Securities Depository Limited ("NSDL") for the purpose of providing the e-voting facility to all the members.
5. E-voting was unblocked after completion of voting process i.e. on Wednesday, 12th March, 2025 at 17.01 Hrs (IST) in the presence of 2 witnesses, who are not in employment of the Company and who have appended their signature as witnesses thereto hereunder.

Witness No.1

[Sankara Narayanan S]

Witness No.2

[N B Venkatakrishnan]

6. The details containing the list of equity shareholders, who voted "for" and "against" on the resolution put to vote, were generated from the e-voting website of NSDL.

The details of Postal Ballot result placed for consideration and approval of Members is given below:

RESOLUTION NO. 1: SPECIAL RESOLUTION

APPOINTMENT OF MR. N RAMESH RAJAN (DIN 01628318) AS INDEPENDENT DIRECTOR OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure

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Requirements) Regulations 2015 (“LODR Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. N. Ramesh Rajan, (DIN 01628318), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 27th January 2025, who meets the criteria of independence as per Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five consecutive years commencing from 27th January 2025 till 26th January 2030 and that he shall not be liable to retire by rotation and shall receive remuneration by way of sitting fees, reimbursement of expenses for participation in the meetings of the board and / or committees and profit related commission in terms of applicable provisions of the Companies Act, 2013 as determined by the Board from time to time.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

VOTED IN FAVOR OF THE RESOLUTION:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
214	13503062	99.52%

VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
26	65794	0.48%

INVALID VOTES: NIL

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RESOLUTION NO. 2: SPECIAL RESOLUTION

**APPOINTMENT OF MR. RAJA VENKATARAMAN (DIN 00669376) AS
INDEPENDENT DIRECTOR OF THE COMPANY**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (“LODR Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Raja Venkataraman, (DIN 00669376), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 27th January 2025, who meets the criteria of independence as per Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five consecutive years commencing from 27th January 2025 till 26th January 2030 and that he shall not be liable to retire by rotation and shall receive remuneration by way of sitting fees, reimbursement of expenses for participation in the meetings of the board and / or committees and profit related commission in terms of applicable provisions of the Companies Act, 2013 as determined by the Board from time to time.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

VOTED IN FAVOR OF THE RESOLUTION:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
221	13568666	99.99%

VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
14	190	0.01%

INVALID VOTES: NIL

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RESOLUTION NO. 3: ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. KEVIN JOHNSON (DIN 09147729) AS NON-EXECUTIVE NOMINEE DIRECTOR OF THE COMPANY

“RESOLVED THAT pursuant to the regulation 17(1D) of SEBI (LODR) Regulations 2015, the continuation of office of Directorship of Mr. Kevin Johnson (DIN 09147729), who has been appointed as Non-Executive Nominee Director pursuant to provisions of section 161 and other applicable provisions, if any, of the Companies Act 2013 read with the rules made there under (including any statutory modifications or enactment thereof for the time being in force), Articles of Association of the Company, be and is hereby approved.”

“RESOLVED FURTHER THAT Mr. Rohit Gambhir, Managing Director, Mr. B Mohan, Director & Chief Financial Officer and Mr. G Balaji, Company Secretary be and are hereby severally authorized to file necessary documents / forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto.”

VOTED IN FAVOR OF THE RESOLUTION:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
207	13498129	99.48%

VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
30	70727	0.52%

INVALID VOTES: NIL

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V. MAHESH & ASSOCIATES

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The reports/records relating to voting by electronic means, shall be under my safe custody till the Chairman considers, approves and signs the Minutes and thereafter, the same will be handed over to the Company Secretary or any other person authorised by the Chairman of the Company.

For V. Mahesh & Associates

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VENKATARAMA
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MAHESH VENKATARAMAN
Date: 2025.03.13 12:11:13
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V. Mahesh

Practicing Company Secretary

M.No:F4162; CP No: 2473

UDIN: F004162F004094842

PR Cert. No: 2107/2022

Date: 13/03/2025

Place: Chennai



Countersigned by

For ESAB India Limited

GANESH SINGH

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BALAJI

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G.Balaji

Company Secretary