



ESAB/SE/2025

07th March 2025

National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block Bandra-Kurla Complex Bandra (E) Mumbai 400 051	BSE Limited P J Towers Dalal Towers, Mumbai 400 023.
--	--

Scrip Code: ESABINDIA/500133

Dear Sir,

Sub: Disclosure under Regulation 30 of SEBI LODR Regulation 2015.

This is to inform that we have received a letter No. SEBI/HO/CFD/SEC-2/OW/P/2025/7582/1 dated 7th March 2025 from SEBI, inviting our attention to SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, in relation to the disclosure required for related party transactions transacted at our AGM held on 10th August 2023 and advised to ensure the requisite disclosures in future. A copy of the said letter is attached herewith.

As required under Regulation 30 read with schedule III the details are given below

Name of the Authority	Securities Exchange Board of India
Nature and details of action taken or order passed	Caution letter for non-disclosure of requisite information in the AGM Notice 2023 for related party transactions.
Date of receipt of Direction or Order, including any ad-interim or interim orders or any other communication from the authority	The letter was received through e-mail on 7 th March 2025.
Details of the Violation(s) or Contravention(s) committed or alleged to be committed	Disclosures made in the AGM Notice 2023 pertaining to the related party transactions were inadequate.
Impact on Financial, Operation or other activities of the Listed Entity, quantifiable in monetary terms to the extent possible.	Nil

Thanking you,

Yours truly,

For ESAB India Limited

G. Balaji
Company Secretary

ESAB INDIALIMITED

Registered Office & Ambattur Plant :
13, 3rd Main Road, Industrial Estate,
Ambattur, Chennai - 600 058.
Tel : +91 (0) 44-4228 1100.

Irungattukottai Plant :
G-22, SPCOT Industrial Park,
Irungattukottai, Chennai - 602 117.
Tel : +91 (0) 44-4711 4000.

Kalmeshwar Plant :
B-28, MDC, Kalmeshwar District,
Nagpur - 441 501.
Tel : +91 7118661807

CIN. No. L29299TN1987PLC058738
info@esab.co.in / www.esab.com



SEBI/HO/CFD/SEC-2/OW/P/2025/7582/1
March 07, 2025

Through E-mail and Speed Post with AD

ESAB India Limited
Plot No.13, 3rd Main Road,
Industrial Estate Ambattur,
Chennai, Tamil Nadu, 600058

Kind Attention – Mr. Ganeshsingh Balaji, DGM Legal and Secretarial

Sub: Administrative warning for non-disclosure of requisite information

1. Based on the examination of disclosures made by ESAB, SEBI observed that the company had not provided all the requisite disclosures as specified by the Para 6 of Section III-B of the SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Circular") which is required to be placed before shareholders for consideration of Related Party Transactions in the Annual General Meeting held on August 10, 2023.
2. You may note that as per Para 6 of the aforesaid SEBI Circular, the company, in the notice sent to the shareholders, seeking approval for any proposed Related Party Transaction has to include a summary of the information provided by the management of the listed entity to the audit committee, justification for why the proposed transaction is in the interest of the listed entity and a statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction.
3. It is observed that the company has not provided all the requisite details as per the Para 6 of the SEBI Circular in the explanatory statement of the notice which would have provided the shareholders more insight on the related party transactions for which the approval was sought by the company. Further, para 4 of the aforesaid SEBI Circular has, *inter-alia*, prescribed disclosure of "Tenure of the proposed transaction (particular tenure shall be specified)". It is observed that the company has failed to disclose a specific tenure of the proposed transactions for which approval of the shareholders was being sought.
4. The above non-compliance has been viewed very seriously. You are hereby warned for the aforesaid non-compliance and advised to exercise due caution in future, failing which appropriate enforcement action would be initiated in accordance with the provisions of SEBI Act, 1992 and the Rules and Regulations framed thereunder.



5. You are advised to place this communication and the actions taken by you, with respect to the above non-compliance, before your Audit Committee and Board of Directors at its next meeting and forward to SEBI, a brief on the discussions and the actions taken in the matter, within 10 days of the Audit Committee meeting and Meeting of the Board of Directors.
6. You are advised to disseminate this letter to the Stock Exchange immediately upon receipt, who shall take note of the contents of this letter and disseminate the same.

Yours faithfully,

Sathya Kumaran K S