



ESAB/BSE/2019

13 May, 2019

Bombay Stock Exchange Limited  
P J Towers  
Dalal Street  
Mumbai 400 001.

**Scrip Code: 500133**

Dear Sir,

**Sub: Annual secretarial compliance report for the financial year ended 31 March, 2019**

Please find enclosed a copy of the Annual secretarial compliance report dated 25 April, 2019 issued by Mr.V Mahesh, V Mahesh & Associates, Practising Company Secretaries for the financial year ended 31 March, 2019.

Thanking you,

Yours truly,

**For ESAB INDIA LIMITED**

**S. VENKATAKRISHNAN  
COMPANY SECRETARY**

Encl: As above



**SECRETARIAL COMPLIANCE REPORT OF ESAB INDIA LIMITED FOR THE YEAR ENDED  
31<sup>ST</sup> MARCH, 2019**

To,  
The Board of Directors,  
**ESAB India Limited**  
Plot No. 13, 3<sup>rd</sup> Main Road, Industrial Estate,  
Ambattur, Chennai - 600058

We have examined:

- (a) All the documents and records made available to us and explanation provided by **ESAB India Limited** ("the listed entity"),
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed entity,
- (d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the Financial Year ended **31<sup>st</sup> March, 2019** ("01<sup>st</sup> April, 2018 - 31<sup>st</sup> March, 2019") in respect of compliance with the provisions of:
  - i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e) Securities and Exchange Board of India (Depositories & Participants) Regulations, 1996 & 2018 (amended Regulations)



Based on the above examination, we hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NA			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr.No	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarment, etc	Observations/ Remarks of the Practicing Company Secretary, if any
NA				

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr.No	Observation of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NA				

Place: Chennai  
Date: 25/04/2019



For V. Mahesh & Associates

*(Handwritten Signature)*

**V. Mahesh**  
Practicing Company Secretary

FCS No. 4162

C P No.:2473

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