

**MT Foreign Holdings, Inc.
c/o Colfax Corporation
2711 Centerville Road, Suite 400
Wilmington, DE 19808**

Date: 3 January 2022

To

BSE Limited
PJ Towers
Dalal Street
Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza, Plot No. 01, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

Scrip code: 500133

Scrip code: ESABINDIA

Dear Sirs,

Re: Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (such regulations, as amended, "**SEBI Takeover Regulations**").

Target Company: ESAB India Limited.

We, MT Foreign Holdings, Inc., hereby enclose the required disclosure pursuant to Regulation 29(1) of the SEBI Takeover Regulations with respect to the indirect acquisition of equity shares of ESAB India Limited ("**Target Company**") by us on December 30, 2021, as part of the ongoing global restructuring of Colfax Corporation (the ultimate holding company of the Target Company and listed on the New York Stock Exchange).

ESAB Holdings Limited and Exelvia Group India B.V., being the promoters of the Target Company, collectively hold 11,347,960 fully paid-up equity shares of face value of INR 10 each, representing 73.72% of the total paid-up equity share capital of the Target Company.

Pursuant to the indirect acquisition referred to above, we indirectly hold and control 11,347,960 fully paid-up equity shares of face value of Rs. 10 each, representing 73.72% of the total paid-up equity share capital of the Target Company.

This is for your information and record.

For and on behalf of **MT Foreign Holdings, Inc.**



Name: B. Mohan
Designation: Authorised Signatory

Encl.: As attached.

cc:

ESAB India Limited
Plot No.13, 3rd Main Road, Industrial Estate, Ambattur, Chennai – 600 058

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Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company (TC)	ESAB India Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	MT Foreign Holdings, Inc., a corporation incorporated in the State of Delaware, the United States of America		
Whether the acquirer belongs to Promoter/Promoter group	<p>The acquirer is a recently formed wholly-owned subsidiary of Colfax Corporation (the ultimate holding company of the TC and listed on the New York Stock Exchange).</p> <p>With effect from the completion of the transaction on December 30, 2021, the acquirer indirectly holds and controls the shares of ESAB Holdings Limited and Exelvia Group India B.V. (being the promoters of the TC), and is deemed to be a member of the promoter group of the TC.</p>		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and the National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share / voting capital wherever applicable (*)	% w.r.t. total diluted share / voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-

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e) Total (a+b+c+d)	-	-	-
Details of acquisition			
a) Shares carrying voting rights acquired	11,347,960	73.72	73.72
b) VRs acquired otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+d)	11,347,960	73.72	73.72
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	11,347,960	73.72	73.72
b) VRs otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
d) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
e) Total (a+b+c+d)	11,347,960	73.72	73.72
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	<i>Inter se</i> transfer of shares amongst qualifying persons in terms of Regulation 10(1)(a)(iii) of the SEBI Takeover Regulations.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable.		

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Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	December 30, 2021
Equity share capital / total voting capital of the TC before the said acquisition	Rs.153,930,200 divided into 15,393,020 fully paid-up equity shares of face value of Rs.10 each
Equity share capital/ total voting capital of the TC after the said acquisition	Rs.153,930,200 divided into 15,393,020 fully paid-up equity shares of face value of Rs.10 each
Total diluted share/voting capital of the TC after the said acquisition	Rs.153,930,200 divided into 15,393,020 fully paid-up equity shares of face value of Rs.10 each

Part-B***

Name of the Target Company: ESAB India Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
<u>Acquirer:</u> MT Foreign Holdings, Inc.	<p>The acquirer is a recently formed wholly-owned subsidiary of Colfax Corporation (the ultimate holding company of the TC and listed on the New York Stock Exchange).</p> <p>With effect from the completion of the transaction on December 30, 2021, the acquirer indirectly holds and controls the shares of ESAB Holdings Limited and Exelvia Group India B.V. (being the promoters of the TC), and is deemed to be a member of the promoter group of the TC.</p>	N.A.

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For and on behalf of MT Foreign Holdings, Inc.



Name: B. Mohan
Designation: Authorised Signatory

Place: Chennai, India

Date: 3 January 2022

Note:

- (*) *Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.*
 - (**) *Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.*
- (***) *Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.*