



ESAB/BSE/2018

9 August, 2018

Bombay Stock Exchange Limited
P J Towers
Dalal Towers,
Mumbai 400 023

Scrip Code: 500133

Dear Sir,

Sub: Outcome of 31st Annual General Meeting

- A.** Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014 and Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 we hereby inform that the following **items of business were transacted and approved** by the members with requisite majority at the 31st Annual General Meeting of the Company held on 9 August, 2018 at P Obul Reddy hall, Vani Mahal, 103, G N Road, T Nagar, Chennai – 600 017 at 10:00 am.
1. The Balance Sheet as at 31 March 2018 and the Profit and Loss Account for the financial year ended on that date together with the Reports of Directors and the Auditors thereon were considered and adopted.
 2. Declare dividend at Re.1/- per share (10%).
 3. Appointed Mr Rohit Gambhir having Director Identification Number 06686250, who retires by rotation and was eligible for re-appointment.
 4. Ratification of Remuneration to Cost Auditor.
- B.** The Company had provided the Members right to cast their votes through e-Voting pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and ballot forms for Members present at the Annual General Meeting and who had not exercised their votes through e-Voting.

Pursuant to **Regulation 44(3)** of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 enclosed are the voting results of the business transacted at the Annual General Meeting.

Company :
ESAB INDIA LIMITED
Plot No.13, 3rd Main Road,
Industrial Estate, Ambattur,
Chennai - 600 058

Telephone :
91-(0)44 - 42281100
Fax :
91-(0)44 - 42281150

Website :
www.esabindia.com
CIN : L29299TN1987PLC058738

Registered Office :
ESAB INDIA LIMITED
Plot No.13, 3rd Main Road,
Industrial Estate, Ambattur,
Chennai - 600 058



- C. M/s V Mahesh and associates were appointed as the scrutinizer to scrutinize the e-Voting and ballot voting process and provide the scrutinizer's report.

The **scrutinizer's report** on the consolidated results of e-Voting and Ballot are enclosed. The results are further uploaded on the Company's website www.esabindia.com and displayed on Company's notice board at the registered office of the Company.

Kindly bring this to the attention of members and investors.

Thanking you,

Yours truly,

For ESAB India Limited

S. Venkatakrisnan
Company Secretary

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COMBINED REPORT OF SCRUTINIZER (E-VOTING & POLL)

[Pursuant to Section 108 & 109 of the Companies Act, 2013 read along with rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the 31st Annual General Meeting
M/s. ESAB India Limited,
CIN: L29299TN1987PLC058738
Plot No.13, 3rd Main Road,
Industrial Estate, Ambattur,
Chennai - 600 058

Dear Sir,

Sub: Scrutinizer's Report for the resolutions passed by e-Voting and Demand for poll

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 to receive, scrutinise the polling process at the meeting through ballot papers as per the provisions of Section 108 and Section 109 of the Companies Act, 2013 read along with the respective rules for the resolutions mentioned in the notice calling the 31st Annual General Meeting held on Thursday the 09th day of August 2018 at 10.00A.M.

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

- i) The e-voting period was open from Monday, 06th August, 2018 (09.00 A.M) to Wednesday, the 08th August, 2018 (05.00 P.M). We further confirm that e-voting facility was closed at 05.00 P.M on 08th August 2018.
- ii) The Members of the Company as on the "**Cut-off date and the Record Date**" (02nd day of August, 2018) were entitled to vote on resolutions as set out in the notice.
- iii) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately
- iv) Thereafter the details containing the list of Equity Shareholders, who voted "for", or "against" each of the resolutions were generated from the website of e-voting agency (NSDL) i.e., <https://www.evoting.nsdl.com> and based on the information generated, the result of the e-voting are as under:



Ordinary Business

Item No.1

Ordinary Resolution:

To consider and adopt the Balance Sheet as at 31 March 2018 and the Statement of Profit and Loss Account for the financial year ended on that date together with the Reports of Directors and the Auditors thereon.

Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
72	13398563	99.99

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
Nil		

Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
5	27



Item No.2

Ordinary Resolution:

To declare a dividend.

Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
70	13398403	99.99

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
1	150	0.001

Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
5	27

***1 Shareholder abstained from casting the vote for the aforementioned resolution.*




Item No.3

Ordinary Resolution:

To appoint a Director in place of Mr Rohit Gambhir having Director Identification Number 06686250, who retires by rotation and is eligible for re-appointment.

Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
69	13398343	99.99

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
3	220	0.0016

Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
5	27




Special Business

Item No.4

Ordinary Resolution:

RESOLVED THAT the remuneration of Rs.5,50,000/- (Rupees five lakhs fiftythousand only), in addition to reimbursement of travel and out-of-pocket expenses, payable to M/s. Geeyes & Co., Practising Cost Accountants, Chennai holding Firm Registration No.000044 allotted by the Institute of Cost Accountants of India, who was appointed as Cost Auditor of the Company for the Financial Year ending 31.3.2019 as recommended by the Audit Committee and approved by the Board of Directors at its meeting held on 30 May, 2018 in terms of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 be and is hereby ratified.

Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
69	13398463	99.99

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
3	100	0.001

Invalid Votes:

Number of Members whose votes were declared invalid	Total number of votes cast by them
5	27

Date: 09th August, 2018
Place: Chennai



For V. Mahesh & Associates

Maresh
Practising Company Secretary
(CP No. 2473)