



**November 15, 2022**

Ref: Sec/Sto/2022/11/07

**Corporate Relationship Department  
BSE Limited**

Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai – 400001

**Subject: Voting Results and Scrutinizers Report of 57<sup>th</sup> Annual General Meeting of Kennametal India Limited [Scrip Code: 505890]**

**Ref:** Disclosure under Regulation 44 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015

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Dear Sir/Madam,

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details of voting results with respect to the 57<sup>th</sup> Annual General Meeting ('**AGM**') of the Company held on 11<sup>th</sup> November 2022 through Video Conferencing ("**VC**")/ Other Audio-Visual Means ("**OAVM**")

We are also enclosing the Scrutinizer's Report on the Resolutions passed by the members at 57<sup>th</sup> AGM of the Company held on 11<sup>th</sup> November 2022 through VC / OAVM.

All the Resolutions were passed with requisite majority. The voting results (remote e-voting and e-voting on the date of AGM) will be uploaded in XBRL format on BSE Listing portal.

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Voting Results of the 57<sup>th</sup> Annual General Meeting ('**AGM**') will be made available on the Company's website at <https://www.kennametal.com/kennametalindia>

We request you to kindly take the same on record.

Thanking You.

Yours Truly,

For **Kennametal India Limited**

**Naveen Chandra P**  
**General Manager – Legal & Company Secretary**

Encl: As mentioned above

Name of the Company	<b>Kennametal India Limited</b>
Date of the Annual General Meeting	<b>11<sup>th</sup> November 2022</b>
Record Date	<b>4<sup>th</sup> November, 2022</b>
Total number of shareholders on record date	<b>13613</b>
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	<b>2</b>
Public:	<b>41</b>

## Resolution No. 1

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended June 30, 2022, together with the Reports of the Board of Directors and the Auditor's thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended June 30, 2022 together with the Report of Auditors thereon.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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
Promoter and Promoter Group	E-Voting	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
Public-Institutions	E-Voting	2961343	2815665	95.0807	2815665	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2961343	2815665	95.0807	2815665	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2533217	83241	3.2860	83241	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2533217	83241	3.2860	83241	0	100.0000	0.0000
Total		21978240	19382586	88.1899	19382586	0	100.0000	0.0000
Whether resolution is Passed or Not							Yes	

## Resolution No. 2

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To appoint Mr. Devi Parameswar Reddy (DIN: 03450016), Director who retires by rotation and being eligible, offers himself for re-appointment.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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
Promoter and Promoter Group	E-Voting	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
Public-Institutions	E-Voting	2961343	2815665	95.0807	2504108	311557	88.9349	11.0651
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2961343	2815665	95.0807	2504108	311557	88.9349	11.0651
Public- Non Institutions	E-Voting	2533217	86057	3.3971	4528	81529	5.2616	94.7384
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2533217	86057	3.3971	4528	81529	5.2616	94.7384
Total		21978240	19385402	88.2027	18992316	393086	97.9723	2.0277
Whether resolution is Passed or Not							Yes	



### Resolution No. 3

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To confirm the Interim Dividend of Rs.24/- per Equity Share (240%) on 2,19,78,240 Equity Shares of Rs.10/- each already paid for the financial year 2021-22 (year ended June 30, 2022).

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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
Promoter and Promoter Group	E-Voting	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
Public-Institutions	E-Voting	2961343	2815665	95.0807	2815665	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2961343	2815665	95.0807	2815665	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2533217	86057	3.3971	86057	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2533217	86057	3.3971	86057	0	100.0000	0.0000
Total		21978240	19385402	88.2027	19385402	0	100.0000	0.0000
Whether resolution is Passed or Not							Yes	



## Resolution No. 4

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To appoint Messrs Price Waterhouse & Co. Chartered Accountants LLP., (Firm Registration No. 304026E / E-300009), as Statutory Auditors of the company for a period of 5 (five) years and to fix their remuneration.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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
Promoter and Promoter Group	E-Voting	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
Public-Institutions	E-Voting	2961343	2815665	95.0807	2815665	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2961343	2815665	95.0807	2815665	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2533217	86057	3.3971	85882	175	99.7966	0.2034
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2533217	86057	3.3971	85882	175	99.7966	0.2034
Total		21978240	19385402	88.2027	19385227	175	99.9991	0.0009
Whether resolution is Passed or Not							Yes	



## Resolution No. 5

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration to Cost Auditors.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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
Promoter and Promoter Group	E-Voting	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
Public-Institutions	E-Voting	2961343	2815665	95.0807	2616327	199338	92.9204	7.0796
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2961343	2815665	95.0807	2616327	199338	92.9204	7.0796
Public- Non Institutions	E-Voting	2533217	86057	3.3971	85882	175	99.7966	0.2034
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2533217	86057	3.3971	85882	175	99.7966	0.2034
Total		21978240	19385402	88.2027	19185889	199513	98.9708	1.0292
Whether resolution is Passed or Not							Yes	



## Resolution No. 6

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval to pay commission, to the Chairman, exceeding fifty percent (50%) of the total commission payable to all other Independent Directors.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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
Promoter and Promoter Group	E-Voting	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
Public- Institutions	E-Voting	2961343	2815665	95.0807	2616327	199338	92.9204	7.0796
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2961343	2815665	95.0807	2616327	199338	92.9204	7.0796
Public- Non Institutions	E-Voting	2533217	86057	3.3971	84094	1963	97.7190	2.2810
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2533217	86057	3.3971	84094	1963	97.7190	2.2810
Total		21978240	19385402	88.2027	19184101	201301	98.9616	1.0384
Whether resolution is Passed or Not							Yes	





**VIJAYAKRISHNA K T**

BBM, LLB, FCS, ACMA  
Company Secretary

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Near Bashyam Circle, Sadashivanagar,  
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Tel : +91 80 23610847  
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ktvijaykrishna@gmail.com

### **SCRUTINIZER'S REPORT**

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies  
(Management & Administration) Rules, 2014]

To

Mr. Bidadi Anjani Kumar  
Chairman  
Kennametal India Limited  
8/9<sup>th</sup> Mile, Tumkur Road  
Bengaluru – 560 073

Dear Sir,

I, Vijayakrishna K T, Company Secretary in Whole-Time Practice (FCS No.1788, CP No. 980), having office at # 496/4, 2<sup>nd</sup> Floor, 10<sup>th</sup> Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru– 560080, duly appointed as Scrutinizer by Kennametal India Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the Annual General Meeting (AGM) ('remote e-voting') and electronic voting ('e-voting') at the 57<sup>th</sup> Annual General Meeting held on Friday, November 11, 2022 at 12.00 Noon IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), hereby furnish my Report to you.

The Notice dated August 12, 2022, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular No. 2/2022 dated May 5, 2022 read with Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 13, 2022.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the





e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the Notice of 57<sup>th</sup> Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" on the resolutions proposed in the Notice convening the 57<sup>th</sup>Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services (India) Limited (CDSL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for three days from November8, 2022 (9.00 A.M. IST) till November10, 2022(5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After declaration of voting by Chairman, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by CDSL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e. November 4, 2022 were entitled to vote on the resolutions proposed in the Notice calling the 57<sup>th</sup>Annual General Meeting.

At the end of the voting period on November 10, 2022 (5.00 P.M. IST), the voting portal of CDSL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on November 11, 2022, in the presence of Mr. Rithik Jain and Mr. Sharan Kumar, who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) and based on such reports,

- a. 84(folio wise) members have cast their votes through remote e-voting.
- b. 1(folio wise) member has cast his votes through e-voting at the Annual General Meeting.

Brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:





**ORDINARY BUSINESS:****Item No.1: To receive, consider and adopt:****(a) the Audited Standalone Financial Statements of the Company for the financial year ended June 30, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and****(b) the Audited Consolidated Financial Statements of the Company for the financial year ended June 30, 2022 together with the Report of Auditors thereon.****Ordinary Resolution:**

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	83	19382585	1	1	84	19382586	100.00
Dissent	0	0	0	0	0	0	0
Total	83	19382585	1	1	84	19382586	100.00
Abstained/Invalid	1	2816	0	0	1	2816	NA

**Item No.2: Appointment of Mr. Devi Parameswar Reddy (DIN: 03450016), Director, who retires by rotation and being eligible, offers himself for re-appointment.****Ordinary Resolution:**

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast	No of members voted	No. of Votes cast	No of members voted	No. of Votes cast (shares)	





		(shares)		(shares)			
Assent	63	18992315	1	1	64	18992316	97.97
Dissent	21	393086	0	0	21	393086	2.03
Total	84	19385401	1	1	85	19385402	100.00
Abstained/ Invalid	0	0	0	0	0	0	NA

**Item No.3: Confirmation of Interim Dividend of Rs. 24/- per Equity Share (240%) on 2,19,78,240 Equity Shares of Rs. 10/- each already paid for the Financial Year 2021-22 (year ended June 30, 2022).**

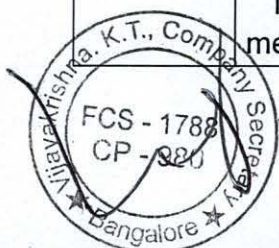
Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	84	19385401	1	1	85	19385402	100.00
Dissent	0	0	0	0	0	0	0
Total	84	19385401	1	1	85	19385402	100.00
Abstained/Invalid	0	0	0	0	0	0	NA

**Item No. 4: Appointment of Messrs Price Waterhouse & Co. Chartered Accountants LLP, (Firm Registration No. 304026E/E-300009), as Statutory Auditors of the Company for a period of 5 (Five) years and to fix their remuneration.**

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members	No. of Votes	No of members	No. of Votes	No of member	No. of Votes cast	





	voted	cast (shares)	voted	cast (shares)	s voted	(shares)	
Assent	83	19385226	1	1	84	19385227	99.999
Dissent	1	175	0	0	1	175	0.001
Total	84	19385401	1	1	85	19385402	100.000
Abstained/ Invalid	0	0	0	0	0	0	NA

### **SPECIAL BUSINESS:**

#### **Item No.5: Ratification of remuneration to Cost Auditors.**

#### **Ordinary Resolution:**

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	82	19185888	1	1	83	19185889	98.97
Dissent	2	199513	0	0	2	199513	1.03
Total	84	19385401	1	1	85	19385402	100.00
Abstained/ Invalid	0	0	0	0	0	0	NA

#### **Item No. 6: Approval to pay commission to the Chairman, exceeding fifty percent (50%) of the total commission payable to all Independent Directors:**

#### **Special Resolution:**

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	74	19184100	1	1	75	19184101	98.96
Dissent	10	201301	0	0	10	201301	1.04



Total	84	19385401	1	1	85	19385402	100.00
Abstained/ Invalid	0	0		0	0	0	NA

Based on the foregoing, the resolution numbers from 01 to 06 may be deemed to have been **passed by requisite majority**. All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary of the Company for preserving safely.

Thanking You

Yours Truly

  
Vijayakrishna K.T.  
Company Secretary  
FCS No.: 1788  
C. P. No.: 980  
UDIN: F001788D001711243



Date: 14.11.2022

Place: Bengaluru

Witnesses:



1. Rithik Jain



2. Sharan Kumar