



**June 17, 2022**

Ref: Sec/Sto/2022/06/06

**Corporate Relationship Department  
BSE Limited**

Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai – 400001

**Subject: Voting Results and Scrutinizers Report of Postal Ballot 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 Postal Ballot of Kennametal India Limited (the '**Company**') commenced on Tuesday, May 17, 2022, 9:00 AM and ended on Wednesday, June 15, 2022, 5:00 PM.

We are also enclosing the Scrutinizer's Report on the Resolutions passed by the members through Postal ballot e-voting of the Company commenced on Tuesday, May 17, 2022, 9:00 AM and ended on Wednesday, June 15, 2022, 5:00 PM.

All the Resolutions were passed with requisite majority and deemed to be passed on the last date specified for the e-voting i.e., June 15, 2022. The voting results (remote e-voting) 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 Postal Ballot will be made available on the Company's website at <https://www.kennametal.com/in/en/about-us/kil-financials/general-meetings---annual-reports.html> and on the website of CDSL.

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 Postal Ballot Notice	<b>May 11, 2022</b>
Voting Start Date	<b>May 17, 2022 (9:00 AM)</b>
Voting End Date	<b>June 15, 2022 (5:00 PM)</b>
Total number of shareholders as at cut - off date (12 <sup>th</sup> May 2022)	<b>15,722</b>
<b>No of Members present in the meeting either in person or through proxy:</b>	
Promoters & Promoter Group	<b>Not Applicable</b>
Public	<b>Not Applicable</b>
<b>No of Members attended the meeting through Video Conferencing:</b>	
Promoters & Promoter Group	<b>Not Applicable</b>
Public	<b>Not Applicable</b>

## Resolution No. 1

Resolution required: (Ordinary / Special)

Ordinary

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

Yes

Description of resolution considered

Approval of Material Related Party Transactions with Kennametal INC., USA

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	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		16483680	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2962338	2919371	98.5496	2919371	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2962338	2919371	98.5496	2919371	0	100.0000
Public- Non Institutions	E-Voting	2532222	47772	1.8866	46858	914	98.0867	1.9133
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2532222	47772	1.8866	46858	914	98.0867
<b>Total</b>		21978240	2967143	13.5004	2966229	914	99.9692	0.0308
<b>Whether resolution is Passed or Not</b>							Yes	

## Resolution No. 2

Resolution required: (Ordinary / Special)

Ordinary

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

Yes

Description of resolution considered

Approval of Material Related Party Transactions with Kennametal Europe GMBH, Switzerland

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	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	16483680	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2962338	2919371	98.5496	2919371	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2962338	2919371	98.5496	2919371	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2532222	47772	1.8866	46858	914	98.0867	1.9133
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2532222	47772	1.8866	46858	914	98.0867	1.9133
<b>Total</b>		21978240	2967143	13.5004	2966229	914	99.9692	0.0308

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

Appointment of Ms. Kelly Marie Boyer (DIN: 09540001) as a Non-Executive and Non-Independent Director of the Company

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	100.0000	16483680	0	100.0000	0.0000
	Poll	16483680	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	16483680	16483680	100.0000	16483680	0	100.0000	0.0000
Public-Institutions	E-Voting		2919371	98.5496	2426672	492699	83.1231	16.8769
	Poll	2962338	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2962338	2919371	98.5496	2426672	492699	83.1231	16.8769
Public- Non Institutions	E-Voting		47772	1.8866	47762	10	99.9791	0.0209
	Poll	2532222	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2532222	47772	1.8866	47762	10	99.9791	0.0209
<b>Total</b>		21978240	19450823	88.5004	18958114	492709	97.4669	2.5331
<b>Whether resolution is Passed or Not</b>							Yes	

VIJAYAKRISHNA K T

BBM, LLB, FCS, ACMA

Company Secretary

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**REPORT OF SCRUTINIZER ON E-VOTING AND POSTAL BALLOT PROCESS**

*Private & Confidential*

*{Strictly to the addressee only}*

16<sup>th</sup> June, 2022

To

Chairman  
Kennametal India Limited  
Bengaluru

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 – 560 080, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the Postal Ballot undertaken by your Company vide Notice dated 11<sup>th</sup> May, 2022 and facility provided as per Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time ('the Rules') and various circulars issued by the Ministry of Corporate Affairs (MCA) namely, Circular No.19/2021 dated December 8, 2021 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, Circular No. 02/2021 dated January 13, 2021 and other applicable Circulars issued by MCA from time to time (collectively referred to as "MCA Circulars") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions of the Act (including any statutory modification(s) and/or re-enactment thereof for the time being in force).

My responsibility as 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 Resolution proposed in the Notice dated 11<sup>th</sup> May, 2022 based on the report provided by Central Depository Services



(India) Limited (CDSL), the Agency engaged by the Company to provide e-voting facility.

In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open from Tuesday, 17<sup>th</sup> May, 2022 (9.00 A.M. IST) till Wednesday, 15<sup>th</sup> June, 2022 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the e-voting platform.

The details containing *inter-alia*, the list of the Members, who voted "for" or "against" on the Resolution that was put to vote, was derived from the report generated from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. <https://www.evotingindia.com> and based on such reports,

107 (One Hundred Seven) members (folio wise) have cast their votes through remote e-voting.

On verification of 107 voting through e-Voting, up to 15<sup>th</sup> June, 2022 from the Shareholders of Kennametal India Limited, holding Equity Shares, both in physical and electronic mode, and based on the information made available to me, I hereby submit my Report on the results of the Postal Ballot, as follows:

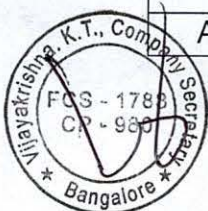
**VOTING ANALYSIS:**

**SPECIAL BUSINESS:**

**Item No. 1- APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH KENNAMETAL INC., USA:**

**ORDINARY RESOLUTION:**

Particulars	Remote E-voting		% Total Valid Votes Cast
	No. of members voted	No. of Votes cast (Shares)	
Assent	101	2966229	99.97
Dissent	4	914	0.03
Total	105	2967143	100.00
Abstained	2	16483680	NA



**ITEM NO. 2- APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH KENNAMETAL EUROPE GMBH, SWITZERLAND:**

**ORDINARY RESOLUTION:**

Particulars	Remote E-voting		% Total Valid Votes Cast
	No. of members voted	No. of Votes cast (Shares)	
Assent	101	2966229	99.97
Dissent	4	914	0.03
Total	105	2967143	100
Abstained	2	16483680	NA

**ITEM NO. 3 - APPOINTMENT OF MS. KELLY MARIE BOYER (DIN: 09540001) AS A NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY:**

**ORDINARY RESOLUTION:**

Particulars	Remote E-voting		% Total Valid Votes Cast
	Total No. of members voted	Total No. of Votes cast (Shares)	
Assent	85	18958114	97.47
Dissent	22	492709	2.53
Total	107	19450823	100
Abstained	Nil	Nil	NA

Based on the foregoing, the resolution numbers 1, 2 and 3 may be deemed to have been passed by requisite majority.





Based on the above information, you may kindly declare the results and take steps accordingly.

Thanking you  
Yours faithfully

  
Vijayakrishna K T  
Company Secretary  
FCS: 1788; CP: 980  
UDIN: F001788D000499307

