



KENNAMETAL INDIA LIMITED

CIN: L27109KA1964PLC001546,

Registered Office :8/9th Mile, Tumkur Road, Bengaluru-560073, Karnataka, India

Phone: +91(80)28394321 Fax : +91(80)28397572, e-mail: in.investorrelation@kennametal.com,

Website page: <http://www.kennametal.com/kennametalindia>

PROXY FORM

Name of the member(s):

Registered Address:

E-mail ID:

Folio No./Client ID:

DP ID

I / We being the member(s) of....., shares of the above named company hereby appoint

I. Name :	2. Name :	3. Name :
Address	Address	Address
e-mail id :	e-mail id	e-mail id
Signature	Signature	Signature
Or failing him	Or failing him	Or failing him

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 51st Annual General Meeting of the Company to be held on Monday, November 14, 2016 at 12.30 P.M. at the Registered Office: 8/9th Mile, Tumkur Road, Bengaluru – 560 073 and at any adjournment thereof in respect of such resolutions, as are indicated below.

Resolution No.	Resolutions	Vote (Optional see Note 2) (Please mention no. of Shares)		
		For	Against	Abstain
Ordinary business				
1.	To receive, consider and adopt the Audited Financial Statements as at June 30, 2016 and the Independent Auditor's Report thereon and the report of the Board of Directors.			

2.	To confirm the interim dividend of ₹ 2/- per equity share (20%) already paid as the final dividend for the financial year 2015-16.			
3.	Ratification of the appointment of Messrs. Price Waterhouse & Co Bangalore LLP, Chartered Accountants, as the Auditors of the Company.			
Special Business				
4.	Appointment of Mr. David Lee as a Director of the Company, liable to retire by rotation.			
5.	Ratification of the remuneration payable to Messrs K. S. Kamalakara & Co., Cost Auditors, Bengaluru (Firm Registration No:0000296), as the Cost Auditor for the financial year ending June 30, 2017.			
6.	To determine fees for service of document pursuant to Section 20 of the Companies Act, 2013.			
7.	Approval of Material Related Party Transactions with Kennametal Inc., USA, as per Regulation 23 of SEBI(LODR) Regulations, 2015			
8.	Approval of Material Related Party Transactions with Kennametal Europe GmbH, as per Regulation 23 of SEBI(LODR) Regulations, 2015.			

Signed this _____ day of _____ 2016

Revenue
Stamp

Name : _____

Address : _____

.....
Signature of the Shareholder

Signature of the Proxy

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting. The proxy need not be a Member of the Company.
2. It is optional to indicate your preference. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she may deem appropriate.
3. Please do not share your e-voting password with anyone.