



Ref:Sec/Sto/2017/11/04

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001

November 8, 2017

Dear Sirs,

Subject : Voting Results and Scrutinizer's Report
Disclosure under Regulation 44 of the SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015
Ref: [Scrip Code: 505890] - Kennametal India Limited

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Scrutinizer's Report on the Resolutions passed by the members at 52nd Annual General Meeting ('AGM') held on November 7, 2017 at the registered office of the Company at 8/9th Mile, Tumkur Road, Bengaluru-560073. All the Resolutions were passed by with requisite majority. The voting results (remote e-voting and poll) will be uploaded in XBRL format on BSE Listing portal.

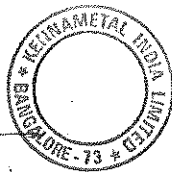
Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Voting Results of the 52nd Annual General Meeting ('AGM') will be made available on the Company's & CDSL's websites, www.kennametal.com/hi/about-us/kil-financials.html & www.cdslindia.com respectively.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,
For **Kennametal India Limited**


Thulsidass T V
Company Secretary & Compliance Officer



Encl: as above

VIJAYAKRISHNA K T

BBM, LLB, FCS, ACMA

Company Secretary

496/4, II Floor, 10th Cross
Near Bashyam Circle, Sadashivanagar,
Bangalore - 560 080, INDIA
Tel : +91 80 23610847, 41231106
e-mail : vijaykt@vjkt.in
ktvijaykrishna@gmail.com

SCRUTINIZER'S REPORT

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

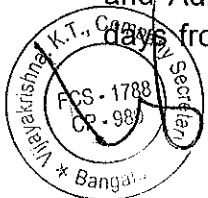
To
Mr. Prakash M. Telang
Chairman
Kennametal India Limited
8/9 Mile, Tumkur Road
Bengaluru – 560 073

Dear Sir,

I, Vijayakrishna K T, Company Secretary in Whole-Time Practice (FCS No. 1788, CP No. 980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bangalore – 560 080, duly appointed as Scrutinizer by Kennametal India Limited for the purpose of scrutinizing the voting through remote e-voting and through Polling Paper at the 52nd Annual General Meeting pursuant to Sections 108 and 109 of the Companies Act, 2013, read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through e-voting and Polling Paper at the Annual General Meeting venue for the Resolutions proposed in the notice of 52nd Annual General Meeting of the Members of the Company held on 7th November, 2017. 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 cast in "favour" or "against" on the Resolutions proposed in the Notice convening the 52nd Annual General Meeting of the Company, based on the Report provided by Central Depository Services Limited (CDSL) the agency engaged by the Company to provide e-voting facility for voting through electronic means.

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the e-voting was kept open for three days from 4th November, 2017 (9.00 A.M. IST) till 6th November, 2017 (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.

The Members holding Equity Shares as on the "cut-off date" i.e. 31st October, 2017 were entitled to vote on the Resolutions proposed in the Notice calling the 52nd Annual General Meeting.

The Ballot register was prepared to record Equity Shareholders' Assent or Dissent, received mentioning the particulars of name, address, folio number or client id of the Shareholders, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any, details of Polling Papers which are invalid.

The Polling Papers received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA) i.e. Integrated Enterprises (India) Limited. The Polling Papers with signatures mismatching with the records of Registrar and Transfer Agent have been rejected and treated as invalid.

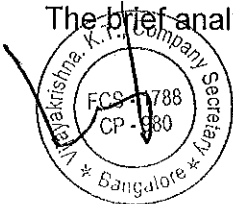
At the end of the voting period on 6th November, 2017 (5.00 P.M. IST), the voting portal of the service provider was blocked forthwith.

The votes cast were unblocked on 7th November, 2017, in the presence of Mr. Ravi Bhat and Mr. Vinay Kadam who acted as witnesses as prescribed under Sub-Rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

Thereafter the details containing *inter alia*, the list of the Members, who voted "for" or "against" on each of the Resolutions that were put to vote, were derived from the Polling Papers as received and the report generated from the e-voting website of CDSL i.e. www.evotingindia.com and based on such reports,

- a. 23 Members have cast their votes through remote e-voting.
- b. 26 Members have cast their votes through Polling Paper at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and Polling Paper are as under:



ORDINARY BUSINESS:

Item No. 1: Adoption of Financial Statements for the year ended June 30, 2017:

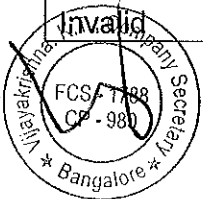
Ordinary Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|-----------------------|---------------------------|----------------------------|---------------------|----------------------------|---------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 23 | 19416865 | 20 | 112 | 43 | 19416977 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 23 | 19416865 | 21 | 212 | 44 | 19417077 | 100 |
| Abstained/ Invalid | 0 | 0 | 5 | 96 | 5 | 96 | |

Item No. 2: Appointment of Director in place of Mr. David Lee (DIN: 07175442), 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 | | Polling Paper | | 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 | 23 | 19416865 | 20 | 112 | 43 | 19416977 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 23 | 19416865 | 21 | 212 | 44 | 19417077 | 100 |
| Abstained/ Invalid | 0 | 0 | 5 | 96 | 5 | 96 | |



Item No. 3: Confirmation of Interim Dividend of Rs. 2/- per Equity Share (20%) on 2,19,78,240 Equity Shares of Rs. 10/- each already paid for the Financial year 2016-17:

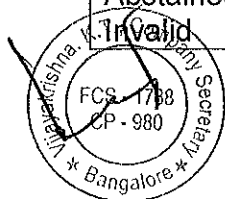
Ordinary Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|--------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 23 | 19416865 | 20 | 112 | 43 | 19416977 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 23 | 19416865 | 21 | 212 | 44 | 19417077 | 100 |
| Abstained/ Invalid | 0 | 0 | 5 | 96 | 5 | 96 | |

Item No. 4: Appointment of Messrs Walker Chandiook & Co LLP bearing Firm Registration No. 001076N/N500013, as Statutory Auditors of the Company:

Ordinary Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|--------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 23 | 19416865 | 21 | 212 | 44 | 19417077 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 23 | 19416865 | 21 | 212 | 44 | 19417077 | 100 |
| Abstained/ Invalid | 0 | 0 | 5 | 96 | 5 | 96 | |



SPECIAL BUSINESS:

Item No. 5: Appointment of Mr. Alexander Broeta (DIN: 07568713) as Director of the Company:

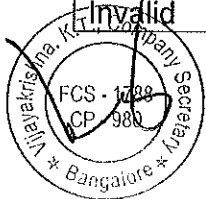
Ordinary Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|-----------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 23 | 19416865 | 20 | 112 | 43 | 19416977 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 23 | 19416865 | 21 | 212 | 44 | 19417077 | 100 |
| Abstained/ Invalid | 0 | 0 | 5 | 96 | 5 | 96 | |

Item No. 6: Appointment of Ms. Colleen Wood Cordova (DIN: 07568701) as a Director of the Company:

Ordinary Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|-----------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 23 | 19416865 | 20 | 112 | 43 | 19416977 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 23 | 19416865 | 21 | 212 | 44 | 19417077 | 100 |
| Abstained/ Invalid | 0 | 0 | 5 | 96 | 5 | 96 | |



Item No. 7: Ratification of remuneration of Cost Auditors:

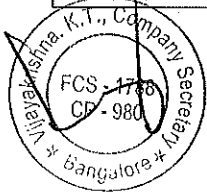
Ordinary Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|--------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 23 | 19416865 | 20 | 112 | 43 | 19416977 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 23 | 19416865 | 21 | 212 | 44 | 19417077 | 100 |
| Abstained/ Invalid | 0 | 0 | 5 | 96 | 5 | 96 | |

Item No. 8: Alteration of Memorandum of Association of the Company:

Special Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|--------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 22 | 19416860 | 20 | 112 | 42 | 19416972 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 22 | 19416860 | 21 | 212 | 43 | 19417072 | 100 |
| Abstained/ Invalid | 1 | 5 | 5 | 96 | 6 | 101 | |



Item No. 9: Alteration of Articles of Association of the Company:

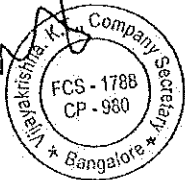
Special Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|--------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 22 | 19416860 | 20 | 112 | 42 | 19416972 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 22 | 19416860 | 21 | 212 | 43 | 19417072 | 100 |
| Abstained/ Invalid | 1 | 5 | 5 | 96 | 6 | 101 | |

Item No. 10: Re-appointment of Mr. Bhagya Chandra Prabhakar Rao (DIN: 00211127) as Managing Director of the Company:

Ordinary Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|--------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 16 | 19251313 | 20 | 112 | 36 | 19251425 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 16 | 19251313 | 21 | 212 | 37 | 19251525 | 100 |
| Abstained/ Invalid | 7 | 165552 | 5 | 96 | 12 | 165648 | |



Item No. 11: Approval of Material Related Party Transactions with Kennametal Inc., USA for a period of three (3) financial years*:

Ordinary Resolution:

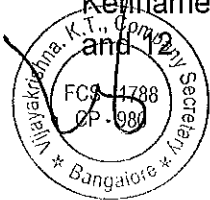
| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|--------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 14 | 2767633 | 20 | 112 | 34 | 2767745 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 14 | 2767633 | 21 | 212 | 35 | 2767845 | 100 |
| Abstained/ Invalid | 9 | 16649232 | 5 | 96 | 14 | 16649328 | |

Item No. 12: Approval of Material Related Party Transactions with Kennametal Europe GmbH for a period of three (3) financial years*:

Ordinary Resolution:

| Particulars | No. of votes contained in | | | | | | Percentage on Valid votes |
|--------------------|---------------------------|----------------------------|----------------------|----------------------------|----------------------|----------------------------|---------------------------|
| | Remote E-voting | | Polling Paper | | 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 | 14 | 2767633 | 20 | 112 | 34 | 2767745 | 99.999 |
| Dissent | 0 | 0 | 1 | 100 | 1 | 100 | 0.001 |
| Total | 14 | 2767633 | 21 | 212 | 35 | 2767845 | 100 |
| Abstained/ Invalid | 9 | 16649232 | 5 | 96 | 14 | 16649328 | |

* Note: Pursuant to provisions of the Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Kennametal Inc, USA being a Related Party, abstained from voting for the Item Nos. 11

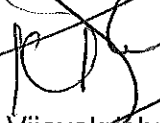


Based on the foregoing, the resolution numbers from 01 to 12 may be deemed to have been passed by requisite majority.

All the relevant records relating to e-voting and Polling Papers are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking You

Yours truly

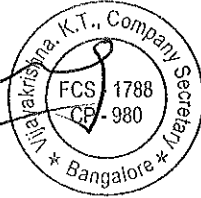


Vijayakrishna K T

Practising Company Secretary

Membership No: FCS No.: 1788

CP No.: 980



Date: 08.11.2017

Place: Bangalore

Witnesses:



1. Ravi Bhat.



2. Vinay Kadam.

VIJAYAKRISHNA K T

BBM, LLB, FCS, ACMA

Company Secretary

496/4, II Floor, 10th Cross
Near Bashyam Circle, Sadashivanagar,
Bangalore - 560 080, INDIA
Tel : +91 80 23610847, 41231106
e-mail : vijaykt@vjkt.in
ktvijaykrishna@gmail.com

Form No. MGT-13

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and administration) Rules, 2014]*

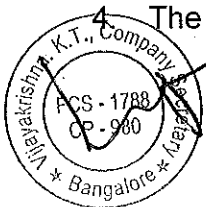
To
Mr. Prakash M. Telang
Chairman
Kennametal India Limited
8/9 Mile, Tumkur Road
Bengaluru – 560 073

Dear Sir,

I, Vijayakrishna K T, Practising Company Secretary, Bangalore, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned Resolutions at the 52nd Annual General Meeting of the Equity Shareholders of Kennametal India Limited, held on 7th November, 2017 at 8/9 Mile, Tumkur Road, Bengaluru – 560 073, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, Ballot Box kept for polling was locked in my presence.
2. The locked Ballot Box was subsequently opened in my presence and poll papers were digitally scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The results of the Poll are as under:



ORDINARY BUSINESS:

1. Adoption of Financial Statements for the year ended June 30, 2017:

i. Voted in favour of the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in **against** the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. **Invalid** votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |

2. Appointment of Director in place of Mr. David Lee (DIN: 07175442), who retires by rotation and being eligible, offers himself for re-appointment:

i. Voted in favour of the resolution:

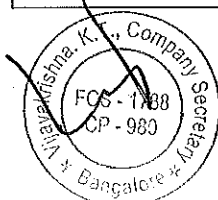
| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in **against** the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. **Invalid** votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |



3. Confirmation of Interim Dividend of Rs. 2/- per Equity Share (20%) on 2,19,78,240 Equity Shares of Rs. 10/- each already paid for the Financial year 2016-17:

i. Voted in favour of the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in **against** the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |

Item No. 4: Appointment of Messrs Walker Chandiook & Co LLP bearing Firm Registration No. 001076N/N500013, as Statutory Auditors of the Company:

i. Voted in favour of the resolution:

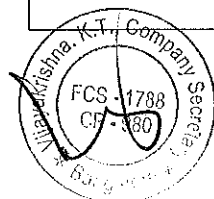
| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 21 | 212 | 100 |

ii. Voted in **against** the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 0 | 0 | 0 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |



SPECIAL BUSINESS:

Item No. 5: Appointment of Mr. Alexander Broeta (DIN: 07568713) as Director of the Company:

i. Voted in favour of the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in against the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |

Item No. 6: Appointment of Ms. Colleen Wood Cordova (DIN: 07568701) as a Director of the Company:

i. Voted in favour of the resolution:

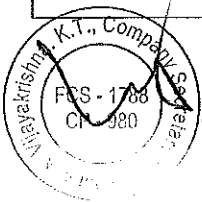
| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in against the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |



Item No. 7: Ratification of remuneration of Cost Auditors:

i. Voted in favour of the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in against the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |

Item No. 8: Alteration of Memorandum of Association of the Company:

i. Voted in favour of the resolution:

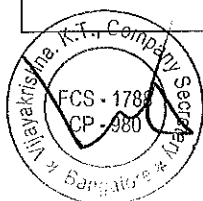
| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in against the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |



Item No. 9: Alteration of Articles of Association of the Company:

i. Voted in favour of the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in against the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |

Item No. 10: Re-appointment of Mr. Bhagya Chandra Prabhakar Rao (DIN: 00211127) as Managing Director of the Company:

i. Voted in favour of the resolution:

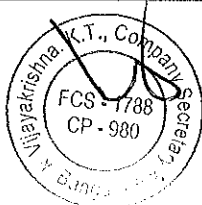
| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in against the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |



Item No. 11: Approval of Material Related Party Transactions with Kennametal Inc., USA for a period of three (3) financial years:

i. Voted in favour of the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in against the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |

Item No. 12: Approval of Material Related Party Transactions with Kennametal Europe GmbH for a period of three (3) financial years:

i. Voted in favour of the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 20 | 112 | 52.83 |

ii. Voted in against the resolution:

| No. of Ballots | No. of Votes cast | % of total Valid Votes |
|----------------|-------------------|------------------------|
| 1 | 100 | 47.17 |

iii. Invalid votes:

| No. of Ballots | No. of Votes cast |
|----------------|-------------------|
| 5 | 96 |

The Poll papers and all other records were sealed and handed over to the Company Secretary for safe keeping.

Date: 08.11.2017
Place: Bangalore

Thanking you
Yours truly,

Vijayakrishna K T
Practising Company Secretary
Membership No: FCS No.: 1788
CP No.: 980

