



## CHARTER OF STAKEHOLDERS' GRIEVANCE COMMITTEE

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**SUBJECT / TITLE: Kennametal India Limited (KIL) Charter of Stakeholders' Grievance Committee**

This page is a record of all revisions.			For convenience, the nature of the revision is / shall be briefly noted, under the remarks column here below. Unless otherwise stated, any revision/s should be implemented effective the date the Board of Directors of KIL approve this policy.
REV.	BY	PAGES	REMARKS
00	Mr. Naveen C	1 - 4	Original Release
REV.	ISSUED BY	APPROVED BY	APPROVAL DATE
00	Mr. Naveen Chandra	Board of Directors of KIL	May 31, 2023



## KENNAMETAL INDIA LIMITED

### CHARTER OF STAKEHOLDERS' GRIEVANCE COMMITTEE

#### 1. Principles & Objectives

1.1 The role of the Stakeholders' Grievance Committee ("**Committee**") of Kennametal India Limited ("**Company**" or "**KIL**") shall specifically be to service and protect various aspects of interest of customers, sub-contractors / vendors, contractors, distributors, suppliers, shareholders, investors, employees, workers, communities, sales agents, supply chain partners, channel partners, Government Authorities, implementation partners and other stakeholders of the Company.

1.2 The Committee will report periodically to the Board of Directors ("**Board**") of KIL on its activities.

#### 2. Composition

2.1 The Committee shall be appointed by the Board and shall comprise of at least three members, with at least one being a member of the Board of Directors of the Company.

2.2 The Chairman of the Committee shall be a member of the Board of Directors of the Company. In the absence of the Chairman, the remaining members present shall elect one of themselves to chair the meeting.

#### 3. Quorum

3.1 The quorum for the meeting of the Committee shall be any two Members or one-third of the members, whichever is higher.

3.2 A duly convened meeting of the Committee at which the requisite quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.

#### 4. Meetings

4.1 The Committee shall meet at least once in a year. However, 2 to 3 meetings during the year are recommended.

4.2 The Committee may request any officer or employee of the Company or the Company's external consultant or other advisors to attend any specific meetings of the Committee or to meet with any members of, or consultants to, the Committee.

## **5. Roles & Responsibilities**

The Committee shall act and have powers in accordance with the terms of reference specified in writing, by the Board, which shall include the following:

- fair, transparent and expeditious disposal of Stakeholders' Grievances to the best satisfaction of the Stakeholders.
- Carrying out or ordering any forensic investigations or auditing the Grievance Redressal Mechanism.
- To investigate any activity within the scope of this Charter or referred to it by the Board.
- Seek any information or explanation from any employee or director of the Company or any concerned third party.
- Ask for any records or documents from the stakeholder.
- Engage independent consultants and advisors, including legal counsel or expert, as it deems appropriate.
- The committee shall coordinate with other committees to the extent that its work has a bearing on their scope of work.
- Review all complaints raised by customers, sub-contractors / vendors, contractors, distributors, suppliers, shareholders, investors, employees, workers, communities, sales agents, supply chain partners, channel partners, Government Authorities, implementation partners and other stakeholders of the Company.
- Investigate grievances or complaints received from any stakeholder and determine an appropriate resolution.
- Report the outcome of any investigations carried out, to the Board.
- Carry out any other duties as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.
- Engage independent legal, accounting or other advisors, at the Company's expense, as it deems necessary or appropriate.
- delegate any of its goals and responsibilities (or functions) to a subcommittee of the Committee consisting of one or more members, as appropriate; provided, that any such delegation does not result in the violation of any applicable laws, rules or regulations.
- review and reassess its charter annually and recommend any changes to the Board for approval.
- Perform such additional activities, and consider such other matters, within the scope of its responsibilities, as the Committee or the Board deems necessary or appropriate.

**6. Reporting:**

6.1 The Committee will report and update the Board periodically, on such matters as it considers relevant.

6.2 The adequacy of this Charter shall be reviewed and reassessed by the Committee, periodically and appropriate recommendations shall be made to the Board to update the Charter based on the changes that may be brought about due to any regulatory amendments or otherwise.

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