



Ref:Sec/Sto/16/01-02

January 13, 2016

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

Dear Sirs,

Subject : Disclosure under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
[Scrip Code: 505890]- Kennametal India Limited

We are submitting herewith Corporate Governance Compliance Reports for the quarter ended December 31, 2015 and for the half year ended December 31, 2015 respectively in compliance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,
For Kennametal India Limited


Kundan K. Lal
General Manager-Legal &
Company Secretary



Kennametal India limited

Compliance Report on Corporate Governance for the Quarter ended December 31, 2015

1. Composition of Board of Directors									
Title (Mr. / Ms.)	Name of the Director	PAN& DIN	Category(Chairperson/Executive/Non-Executive/Independent/Non-Executive/Independent/Non-Executive) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
Mr.	PRAKASHM. TELANG	PAN:AAEPT9777H DIN: 00012562	Chairperson-Independent Director	04/11/2014	1 Year 1Month 27 Days	04	08	05	
Mr.	BHAGYACHANDRA PRABHAKAR RAO	PAN:ADLPB1480B DIN:00211127	Executive Director (Managing Director)	17/09/2012	NA	01	01	00	
Mr.	BIDADI ANJANI KUMAR	PAN: AAYPK8492Q DIN:00022417	Independent Director	04/11/2014	1 Year 1Month 27 Days	02	02	01	
Mr.	VINAYAK KASHINATH DESHPANDE	PAN: AAUPD5917B DIN: 00036827	Independent Director	04/11/2014	1 Year 1Month 27 Days	03	01	00	
Mr.	JOHN HENRY JACKO JR	DIN: 06945511	Non-Executive	12/08/2014	NA	01	00	00	



Ms.	MICHELLE RUTH KEATING	DIN:06721693	Director Non-Executive Director	05/11/2013	NA	01	00	00
Mr.	DAVID LEE	DIN:07175442	Director Non-Executive Director	05/05/2015	NA	01	00	00

-PAN number of any director would not be displayed on the website of Stock Exchange.
& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &
1. Audit Committee	Mr. Bidadi Anjani Kumar Mr. Vinayak K. Deshpande Mr. Prakash M. Telang	Chairperson - Independent Director Independent Director Independent Director
2. Nomination & Remuneration Committee	Mr. Vinayak K. Deshpande Mr. Bidadi Anjani Kumar Ms. Michelle R. Keating	Chairperson - Independent Director Independent Director Non-Executive Director
3. Risk Management Committee	Mr. Prakash M. Telang Mr. Bidadi Anjani Kumar Mr. Bhagyachandra Prabhakar Rao Mr. Devi Parameswara Reddy Mr. Bhaskara Rao M. N.	Chairperson - Independent Director Independent Director Executive Director(Managing Director) Chief Financial Officer General Manager Manufacturing
4. Stakeholders Relationship Committee'	Mr. Prakash M. Telang Mr. Bhagyachandra Prabhakar Rao	Chairperson - Independent Director Executive Director(Managing Director)
*Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen		



III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
21.08.2015	09.11.2015	79 Days



IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
09.11.2015	Yes (Total Number of members as on the date of meeting 03) (number of members attended the meeting-03)	21.08.2015	79 Days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions		Compliance status
Subject		
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT		Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes

Note
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2 If status is "No" details of non-compliance may be given here.





<p>VI. Affirmations</p>	<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities) 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</p>	<p>Name & Designation</p> <p></p> <p>Kundan K. Lal GM-Legal & Company Secretary</p> <p></p>
--------------------------------	---	---

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.



Kennametal India Limited
Compliance Report on Corporate Governance for the Half year ended December 31, 2015

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting.	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes Complied as per Clause 49 of the Listing Agreement.
<p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>Name & Designation</p> <p>  Kundan K. Lal GM-Legal & Company Secretary</p>		