



Ref:Sec/Sto/2018/06/03

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

June 26, 2018

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

In continuation to our letter Ref:Sec/Sto/2018/05/04 dated May 26, 2018, please find enclosed;

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated June 25, 2018. The resolution in the postal ballot notice has been approved by the majority of the members of the Company (as enclosed). Hence, the resolution is deemed to be approved on June 24, 2018 which is the last date of receipt of postal ballot forms.



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 notice will be made available on the Company's website at www.kennametal.com/kennametalindia & on CDSL's website at www.cdslindia.com.

This is submitted for your information and record.

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
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ktvijaykrishna@gmail.com

Private & Confidential

{Strictly to the addressee only}

25th June, 2018

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

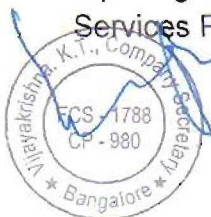
Dear Sir,

I, Vijayakrishna KT, 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, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the Postal Ballot facility provided as per Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time ('the Rules') and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 casts in "favour" or "against" on the resolution proposed in the Notice dated 25th May, 2018 based on the report provided by Integrated Registry Management Services Private Limited, the Agency engaged by the Company to provide e-voting facility and ballots received through post up to 24th June, 2018.

In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open for 30 days from 26th May, 2018 (9.00 A.M. IST) till 24th June, 2018 (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 Ballots received and the report generated from the e-voting website of Integrated Registry Management Services Private Limited i.e. www.evotingindia.com and based on such reports,



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Res : No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079, INDIA

Tel : +91 80 23221564

- a. 29 members have cast their votes through remote e-voting.
- b. 50 members have cast their votes through Physical Ballot.

On verification of 79 Ballots received by post and voting through e-Voting, up to 24th June, 2018 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 CONSIDERING BOTH E-VOTING AND PHYSICAL POSTAL BALLOT PAPERS RECEIVED:

Particulars	No. of votes contained in						Percentage of Valid votes
	Remote E-voting		Physical Ballots		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	27	19819491	42	31813	69	19851304	99.99
Dissent	02	900	05	1946	07	2846	0.01
Total	29	19820391	47	33759	76	19854150	100.00
Invalid	-	-	03	3	03	3	NA

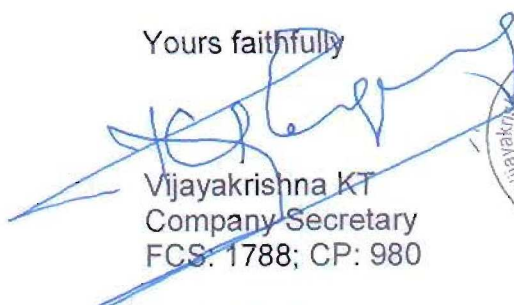
Of the 50 Physical Postal Ballot forms received, three (03) Postal Ballots containing three (03) shares have been rejected as invalid due to mismatch of signature.

Based on the foregoing, the resolution may be deemed to have **been passed by requisite majority.**

I hereby enclose the Ballot Papers received as per details above and E-voting statement for your record.

Thanking you.

Yours faithfully


Vijayakrishna KT
Company Secretary
FCS: 1788; CP: 980



Encl: As above.