



**June 20, 2023**

Ref: Sec/Sto/2023/06/10

**Corporate Relationship Department**

**BSE Limited**

Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai – 400001

**Subject: Voting Results and Scrutinizers Report of Postal Ballot of Kennametal India Limited [Scrip Code: 505890]**

**Ref:** Disclosure under Regulation 44 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015

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Dear Sir / Madam,

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details of voting results with respect to the Postal Ballot of Kennametal India Limited (the '**Company**') commenced on Thursday, May 18, 2023, 9:00 AM and ended on Friday, June 16, 2023, 5:00 PM.

We are also enclosing the Scrutinizer's Report on the Resolutions passed by the members through Postal ballot e-voting of the Company commenced on Thursday, May 18, 2023, 9:00 AM and ended on Friday, June 16, 2023, 5:00 PM.

All the Resolutions were passed with requisite majority and deemed to be passed on the last date specified for the e-voting i.e., June 16, 2023.

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 will be made available on the Company's website at <https://www.kennametal.com/in/en/about-us/kil-financials/general-meetings---annual-reports.html>

We request you to kindly take the same on record.

Thanking You.

Yours Truly,

For **Kennametal India Limited**

**Naveen Chandra P**  
**General Manager – Legal & Company Secretary**

Encl: As mentioned above



Name of the Company	<b>Kennametal India Limited</b>
Date of Postal Ballot Notice	<b>May 12, 2023</b>
Voting Start Date	<b>May 18, 2023 (9:00 AM)</b>
Voting End Date	<b>June 16, 2023 (5:00 PM)</b>
Total number of shareholders as at cut - off date (12 <sup>th</sup> May 2023)	<b>13,348</b>
<b>No of Members present in the meeting either in person or through proxy:</b>	
Promoters & Promoter Group	<b>Not Applicable</b>
Public	<b>Not Applicable</b>
<b>No of Members attended the meeting through Video Conferencing:</b>	
Promoters & Promoter Group	<b>Not Applicable</b>
Public	<b>Not Applicable</b>

## Resolution No. 1

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda / resolution?

Yes

Description of resolution considered

Approval of Material Related Party Transactions with Kennametal INC., USA

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16483680	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		16483680	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2978012	2926025	98.2543	2926025	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2978012	2926025	98.2543	2926025	0	100.0000
Public- Non Institutions	E-Voting	2516548	9202	0.3657	7702	1500	83.6992	16.3008
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2516548	9202	0.3657	7702	1500	83.6992
<b>Total</b>		21978240	2935227	13.3552	2933727	1500	99.9489	0.0511
<b>Whether resolution is Passed or Not</b>							Yes	

## Resolution No. 2

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda / resolution?

Yes

Description of resolution considered

Approval of Material Related Party Transactions with Kennametal Europe GmbH, Switzerland

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16483680	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	16483680	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2978012	2926025	98.2543	2926025	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2978012	2926025	98.2543	2926025	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2516548	9202	0.3657	7702	1500	83.6992	16.3008
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2516548	9202	0.3657	7702	1500	83.6992	16.3008
<b>Total</b>		21978240	2935227	13.3552	2933727	1500	99.9489	0.0511
<b>Whether resolution is Passed or Not</b>							Yes	

VIJAYAKRISHNA K T  
BBM, LLB, FCS, ACMA  
Company Secretary

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Near Bashyam Circle, Sadashivanagar,  
Bangalore - 560 080, INDIA  
Tel : +91 80 23610847  
e-mail : vijaykt@vjkt.in  
ktvijaykrishna@gmail.com

## REPORT OF SCRUTINIZER ON E-VOTING AND POSTAL BALLOT PROCESS

*Private & Confidential*  
{Strictly to the addressee only}

20<sup>th</sup> June, 2023

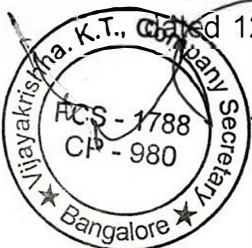
To

Chairman  
Kennametal India Limited  
Bengaluru

Dear Sir,

I, Vijayakrishna K T, Company Secretary in Whole-Time Practice (FCS No 1788, CP No. 980), having office at # 496/4, 2<sup>nd</sup> Floor, 10<sup>th</sup> Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru – 560 080, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the Postal Ballot undertaken by your Company vide Notice dated 12<sup>th</sup> May, 2023 and facility provided as per Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time ('the Rules') and various circulars issued by the Ministry of Corporate Affairs (MCA) namely, Circular No.19/2021 dated December 8, 2021 read with Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021 and other applicable Circulars issued by MCA from time to time (collectively referred to as "MCA Circulars") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions of the Act (including any statutory modification(s) and/or re-enactment thereof for the time being in force).

My responsibility as 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 Resolutions proposed in the Notice dated 12<sup>th</sup> May, 2023 based on the report provided by Central Depository Services



(India) Limited (CDSL), the Agency engaged by the Company to provide e-voting facility.

In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open from Thursday, 18<sup>th</sup> May, 2023 (9.00 A.M. IST) till Friday, 16<sup>th</sup> June, 2023 (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 details containing *inter-alia*, the list of the Members, who voted “for” or “against” on the Resolutions which were put to vote, were derived from the report generated from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. <https://www.evotingindia.com> and based on such reports, 107 (One Hundred Seven) members (folio wise) have cast their votes through remote e-voting.

On verification of 107 members voting through e-Voting, up to 16<sup>th</sup> June, 2023 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:

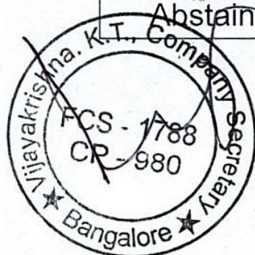
**VOTING ANALYSIS:**

**SPECIAL BUSINESS:**

**ITEM NO. 1- APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH KENNAMETAL INC., USA:**

**ORDINARY RESOLUTION:**

Particulars	Remote E-voting		% Total Valid Votes Cast
	No. of members voted	No. of Votes cast (Shares)	
Assent	104	2933727	99.95
Dissent	3	1500	0.05
Total	107	2935227	100.00
Abstained	0	0	NA



**ITEM NO. 2- APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS  
WITH KENNAMETAL EUROPE GMBH, SWITZERLAND:**

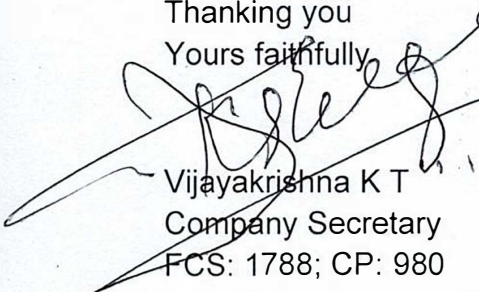
**ORDINARY RESOLUTION:**

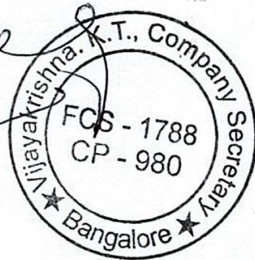
Particulars	Remote E-voting		% Total Valid Votes Cast
	No. of members voted	No. of Votes cast (Shares)	
Assent	104	2933727	99.95
Dissent	3	1500	0.05
Total	107	2935227	100.00
Abstained	0	0	NA

Based on the foregoing, the resolutions numbered 1 and 2 may be deemed to have been **passed by requisite majority**.

Based on the above information, you may kindly declare the results and take steps accordingly.

Thanking you  
Yours faithfully

  
Vijayakrishna K T  
Company Secretary  
FCS: 1788; CP: 980



Note: UDIN could not be generated due to technical hurdles posed at the Portal of the Institute of Company Secretaries of India (ICSI); as per Circular dated 19<sup>th</sup> June, 2023 from the ICSI, suitable relaxations will be considered to be provided.