



Ref:Sec/Sto/KIL/2019/08/02

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

August 14, 2019

Dear Sirs,

Subject: Voting Results and Scrutinizer's Report

Ref: Disclosure under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
[Scrip Code: 505890] - Kennametal India Limited

In continuation to our letter Ref: Sec/sto/2019/07/01 dated July 15, 2019 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 14th August 2019. The resolutions mentioned in the postal ballot notice have been approved by the majority of the members of the Company (as enclosed).

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**

Naveen Chandra P
General Manager - Legal & Company Secretary



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

REPORT OF SCRUTINIZER ON E-VOTING AND POSTAL BALLOT PROCESS

Private & Confidential

{Strictly to the addressee only}

14th August 2019

To
Chairman
Kennametal India Limited

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, Bengaluru-560 080, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the Postal Ballot undertaken by the Company vide Notice dated 12th July, 2019 and 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 12th July, 2019 based on the report provided by Central Depository Services Limited (CDSL), the Agency engaged by the Company to provide e-voting facility and ballots received through post up to 12th August, 2019.

In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open from 13th July, 2019 (9.00 A.M. IST) till 12th August, 2019 (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 that were put to vote, was derived from the Ballots received and



the report generated from the e-voting website of Central Depository Services Limited i.e. www.evotingindia.com and based on such reports,

- a. 27 (folio wise) members have cast their votes through remote e-voting.
- b. 41 (folio wise) members have cast their votes through Physical Postal Ballot.

On verification of (68) Ballots received by post and voting through e-Voting, up to 12th August, 2019 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:

SPECIAL BUSINESS:

Item No. 1: Reappointment of Mr. B. Anjani Kumar (DIN: 00022417) as an Independent Director for a second term of five (5) years:

SPECIAL RESOLUTION:

Particulars	No. of votes contained in						% on Total Valid Votes Cast
	Remote E-voting		Ballot Form		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	20	18633955	37	7890	57	18641845	98.46
Dissent	7	291130	0	0	7	291130	1.54
Total	27	18925085	37	7890	64	18932975	100
Invalid/ Abstained*	0	0	4	204	4	204	NA



Item No. 2: Re-appointment of Mr. Vinayak K Deshpande (DIN: 00036827) as an Independent Director for a second term of five (5) years:

SPECIAL RESOLUTION:

Particulars	No. of votes contained in						% on Total Valid Votes Cast
	Remote E-voting		Ballot Form		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	24	18923955	36	7840	60	18931795	99.99
Dissent	3	1130	0	0	3	1130	0.01
Total	27	18925085	36	7840	63	18932925	100
Invalid/ Abstained*	0	0	5	254	5	254	NA

Note:

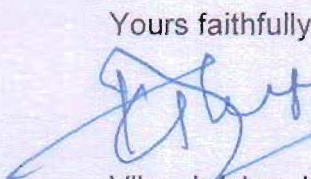

* The Ballots where there were mismatches in signatures with the respective specimen signatures maintained by the RTA and without signatures, have been treated as invalid.

Based on the foregoing, the resolution numbers 01 and 02 may be deemed to have been **passed by requisite majority**.

I hereby enclose the Postal Ballot Papers received as per details above. E-voting statement is being furnished to you.

Thanking you

Yours faithfully

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

Encl: As above