



August 26, 2022

Ref: Sec/Sto/2022/08/06

**Corporate Relationship Department
BSE Limited**

Phiroze Jeejeebhoy Towers Dalal Street,
Mumbai – 400001

**Subject: Annual Secretarial Compliance Report for FY 2021-22
Certificate under Regulation 24A of the SEBI (Listing Obligation Disclosure
Requirements) Regulations, 2015**

Ref: [Scrip code: 505890] - Kennametal India Limited

Dear Sir / Madam,

Please find enclosed a copy of Annual Secretarial Compliance Report for the Financial Year ended June 30, 2022, in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The above-mentioned report dated August 12, 2022 has been signed by Mr. Vijayakrishna KT, Practicing Company Secretary, Bengaluru.

Kindly take the same on record.

Thanking You.

Yours Truly,
For **Kennametal India Limited**

Naveen Chandra P
General Manager – Legal & Company Secretary

Enclosure: As above

**SECRETARIAL COMPLIANCE REPORT OF
KENNAMETAL INDIA LIMITED
FOR THE FINANCIAL YEAR ENDED 30TH JUNE, 2022**

I, Vijayakrishna K T, Practising Company Secretary have examined all the documents and records made available to us and explanations provided by KENNAMETAL INDIA LIMITED, having CIN:L27109KA1964PLC001546 and having its Registered Office at 8/9, Mile, Tumkur Road, Bangalore - 560073 ("the listed entity"), the filings/submissions made by the listed entity to the Stock Exchanges, website of the listed entity and other document/filing and as may be relevant, which have been relied upon to make this certification for the Financial Year ended 30th June, 2022 ("1st July, 2021 to 30th June, 2022") in respect of compliance with the provisions of:

- (a) Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the Circulars/Guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and
- (j) Circulars/Guidelines issued thereunder;

Based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued except in respect of matters specified below:

Sl. No.	Compliance Requirement (Regulations/circulars/Guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
NIL			

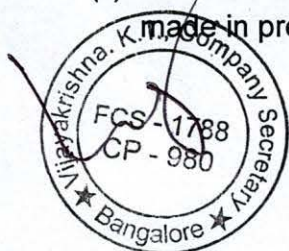
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records.

- (b) The following are the details of actions taken against the listed entity/ its Promoters/Directors/Material Subsidiaries either by SEBI or by the Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and Circulars/Guidelines issued thereunder:



Sl. No	Action taken by	Details of violation	Details of action taken ex. Fines, warning letter, debarment etc.	Observations/Remarks of the Practicing Company Secretary, if any
1.	BSE Limited	Declaration under Regulation 33 (3)(d) of the SEBI (LODR) Regulations, 2015 on the Annual Financials for FY21 filed soon after the Board Meeting dated August 18, 2021, has not been submitted for Consolidated financials of the Company for the year ended June 30, 2021.	Levied a fine of INR 1,45,000 + GST	The Company has represented in its letter dated August 18, 2021, that it has submitted the financial results of the Company containing unmodified opinion and had further attached both Standalone & Consolidated Financial Results along with Audit Reports (Standalone & Consolidated). In this regard, the Company has contested the matter by depositing applicable fine "UNDER PROTEST".
2.	BSE Limited	The Annual Report does not contain a weblink of Dividend Distribution Policy.	Levied a fine of INR 25,000 + GST	The Company has represented that all applicable weblinks were provided in the Annual Report and that the Company has in this regard provided adequate references in this regard to BSE Limited.

(c) The listed entity has taken the following actions to comply with the observations made in previous reports –



Sl. N	Observations of the Practising Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 30 th June 2021	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
NIL				

Place: Bengaluru
Date: 12th August 2022



Vijayakrishna K T

Vijayakrishna K T
Practising Company Secretary
FCS: 1788 C P: 980
UDIN: F001788D000786693