

# Integrated Governance

## Kennametal India Limited

### General information about company

Scrip code	505890	
NSE Symbol	NOTLISTED	
MSEI Symbol	NOTLISTED	
ISIN	INE717A01029	
Date of start of financial year	01-07-2024	
Date of end of financial year	30-06-2025	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-03-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not Applicable for the quarter
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false	Not Applicable for the quarter
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false	Not Applicable for the quarter
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	k00097	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)	<a href="https://www.kennametal.com/in/en/about-us/kil-financials/corporate-governance/fy25-reports-documents.html">https://www.kennametal.com/in/en/about-us/kil-financials/corporate-governance/fy25-reports-documents.html</a>	

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																							
Whether the listed entity has a Regular Chairperson																							
true																							
Whether Chairperson is related to MD or CEO																							
false																							
Disqualification of Directors under section 164 of the Companies Act, 2013																							
Sr no.	Title(Mr/Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) 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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	AMIT LAROYA	Non-Executive - Independent Director	Chairperson		false				Active	NA	11-03-2024				13	1	1	2	1			
2	Ms	BHAVNA BINDRA	Non-Executive - Independent Director	Not Applicable		false				Active	NA	03-01-2020	03-01-2025			63	2	2	3	0			
3	Mr	NARUMANCHI VENKATA SIVAKUMAR	Non-Executive - Independent Director	Not Applicable		false				Active	NA	09-05-2024				11	4	4	8	5			
4	Mr	VIJAYKRISHNAN VENKATESAN	Executive Director	Not Applicable	MD	false				Active	NA	17-09-2020				54	1	0	2	0			
5	Ms	KELLY GOLDEN LYNCH	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA	11-08-2023				20	1	0	1	0		Textual Information(1)	
6	Mr	KEITH ALAN MUDGE	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA	09-02-2024				14	1	0	0	0		Textual Information(2)	
7	Mr	FRANKLIN GERARDO CARDENAS CASTRO	Non-Executive - Non Independent Director	Not Applicable		false				Inactive	NA	05-02-2021			20-01-2025	47.65	0	0	0	0	Others	Textual Information(3)	

**Text Block**

Textual Information(1)	Do not hold PAN being a Foreign Director
Textual Information(2)	Do not hold PAN being a Foreign Director
Textual Information(3)	Do not hold PAN being a Foreign Director. Mr. Franklin Gerado Cardenas Castro resigned as a Non-Executive, Non-Independent Director of the Company with effect from the close of business hours on January 20, 2025. Accordingly, the number of directorships in listed entities, including this listed entity (as per Regulation 17A of the Listing Regulations), is mentioned as "0" in column "Y", since he was not a Director of the Company as of March 31, 2025.

## Annexure I

### II. Composition of Committees

Disclosure of notes on composition of committees explanatory	
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### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	NARUMANCHI VENKATA SIVAKUMAR	Non-Executive - Independent Director	Chairperson	09-08-2024		Textual Information(1)
2	AMIT LAROYA	Non-Executive - Independent Director	Member	09-05-2024		
3	BHAVNA BINDRA	Non-Executive - Independent Director	Member	05-02-2020		
4	VIJAYKRISHNAN VENKATESAN	Executive Director	Member	17-09-2020		

### Text Block

Textual Information(1)

Mr. Narumanchi Venkata Sivakumar was appointed as a member of Audit Committee effective 09-08-2024 and further effective 04-11-2024 he has been appointed as Chairperson of Audit Committee.

### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	BHAVNA BINDRA	Non-Executive - Independent Director	Chairperson	09-11-2021		Textual Information(1)
2	AMIT LAROYA	Non-Executive - Independent Director	Member	09-05-2024		
3	NARUMANCHI VENKATA SIVAKUMAR	Non-Executive - Independent Director	Member	09-08-2024		
4	FRANKLIN GERARDO CARDENAS CASTRO	Non-Executive - Non Independent Director	Member	05-02-2021	20-01-2025	

### Text Block

Textual Information(1)

Ms. Bhavna Bindra was appointed as a member of Nomination and Remuneration Committee effective 09-11-2021 and further effective 04-11-2024 she has been appointed as Chairperson of Nomination and Remuneration Committee.

**Stakeholders Relationship Committee**

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	AMIT LAROYA	Non-Executive - Independent Director	Chairperson	09-05-2024		Textual Information(1)
2	BHAVNA BINDRA	Non-Executive - Independent Director	Member	12-05-2023		
3	VIJAYKRISHNAN VENKATESAN	Executive Director	Member	17-09-2020		
4	KELLY GOLDEN LYNCH	Non-Executive - Non Independent Director	Member	09-08-2024		

### Text Block

Textual Information(1)	Mr. Amit Laroya was appointed as a member of Stakeholders Relationship Committee effective 09-05-2024 and further effective 04-11-2024 he has been appointed as Chairperson of Stakeholders Relationship Committee.
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## Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	BHAVNA BINDRA	Non-Executive - Independent Director	Chairperson	05-02-2020		Textual Information(1)
2	AMIT LAROYA	Non-Executive - Independent Director	Member	09-05-2024		
3	NARUMANCHI VENKATA SIVAKUMAR	Non-Executive - Independent Director	Member	09-08-2024		
4	VIJAYKRISHNAN VENKATESAN	Executive Director	Member	17-09-2020		
5	KEITH ALAN MUDGE	Non-Executive - Non Independent Director	Member	09-08-2024		

**Text Block**

Textual Information(1)

Ms. Bhavna Bindra was appointed as a member of Risk Management Committee effective 05-02-2020 and further effective 31-05-2023 she has been appointed as Chairperson of Risk Management Committee.

### Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	VIJAYKRISHNAN VENKATESAN	Executive Director	Chairperson	17-09-2020		
2	AMIT LAROYA	Non-Executive - Independent Director	Member	09-05-2024		
3	BHAVNA BINDRA	Non-Executive - Independent Director	Member	05-02-2020		
4	FRANKLIN GERARDO CARDENAS CASTRO	Non-Executive - Non Independent Director	Member	05-02-2021	20-01-2025	

### Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true
Sr	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	VIJAYKRISHNAN VENKATESAN	Environmental, Social and Governance Committee	Executive Director	Chairperson	
2	BHAVNA BINDRA	Environmental, Social and Governance Committee	Non-Executive - Independent Director	Member	
3	AMIT LAROYA	Environmental, Social and Governance Committee	Non-Executive - Independent Director	Member	
4	NARUMANCHI VENKATA SIVAKUMAR	Environmental, Social and Governance Committee	Non-Executive - Independent Director	Member	
5	FRANKLIN GERARDO CARDENAS CASTRO	Environmental, Social and Governance Committee	Non-Executive - Non Independent Director	Member	Textual Information(1)

**Text Block**

Textual Information(1)

Mr. Franklin Gerardo Cardenas Castro ceased to be a member of the Environmental, Social and Governance Committee effective as of close of business on January 20, 2025

### Annexure I

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	07-11-2024			true	7	6	3
2	06-02-2025	90		true	6	6	3

## Annexure I

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	07-11-2024				true	4	4	3	0
2	Audit Committee	06-02-2025	90			true	4	4	3	0
3	Nomination and remuneration committee	07-11-2024				true	4	3	3	0
4	Nomination and remuneration committee	06-02-2025	90			true	3	3	3	0
5	Risk Management Committee	06-02-2025				true	5	5	3	0
6	Corporate Social Responsibility Committee	06-02-2025				true	3	3	2	0
7	Other Committee	06-02-2025		Environmental, Social and Governance Committee		true	4	4	3	0

## Annexure I

### V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
7	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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

### Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Anupriya Garg
2	Designation	Company Secretary and Compliance Officer

### Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

### Signatory Details

Name of signatory	Anupriya Garg
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	22-04-2025

### Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0