

General information about company

| | |
|--|--------------------------|
| Scrip code | 505890 |
| NSE Symbol | NOTLISTED |
| MSEI Symbol | NOTLISTED |
| ISIN | INE717A01029 |
| Name of the entity | Kennametal India Limited |
| Date of start of financial year | 01-07-2024 |
| Date of end of financial year | 30-06-2025 |
| Reporting Quarter | Half Yearly |
| Date of Report | 31-12-2024 |
| Risk management committee | Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |

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

Yes

Whether Chairperson is related to MD or CEO

No

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth |
|----|-----------------------|-------------------------------------|------------|----------|---|----------------------------|----------------------------|------------------|
| 1 | Mr | AMIT LAROYA | AAAPL8950A | 00098933 | Non-Executive - Independent Director | Chairperson | | 29-09- 1964 |
| 2 | Ms | BHAVNA BINDRA | AGHPB5530B | 07314422 | Non-Executive - Independent Director | Not Applicable | | 08-05- 1977 |
| 3 | Mr | NARUMANCHI VENKATA SIVAKUMAR | ASEPS2822G | 03534101 | Non-Executive - Independent Director | Not Applicable | | 01-02- 1963 |
| 4 | Mr | VIJAYKRISHNAN VENKATESAN | ABPPV0011N | 07901688 | Executive Director | Not Applicable | MD | 09-09- 1974 |
| 5 | Mr | FRANKLIN GERARDO CARDENAS CASTRO | ZZZZZ9999Z | 09050884 | Non-Executive - Non Independent Director | Not Applicable | | 20-05- 1968 |
| 6 | Ms | KELLY GOLDEN LYNCH | ZZZZZ9999Z | 10270042 | Non-Executive - Non Independent Director | Not Applicable | | 04-06- 1970 |
| 7 | Mr | KEITH ALAN MUDGE | ZZZZZ9999Z | 10462270 | Non-Executive - Non Independent Director | Not Applicable | | 21-06- 1970 |
| 8 | Mr | BIDADI ANJANI KUMAR | AAYPK8492Q | 00022417 | Non-Executive - Independent Director | Not Applicable | | 25-03- 1952 |
| 9 | Mr | VINAYAK KASHINATH DESHPANDE | AAUPD5917B | 00036827 | Non-Executive - Independent Director | Not Applicable | | 21-07- 1957 |

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

| Sr | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |
|----|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|
| 1 | No | | | | Active |
| 2 | No | | | | Active |
| 3 | No | | | | Active |
| 4 | No | | | | Active |
| 5 | No | | | | Active |
| 6 | No | | | | Active |
| 7 | No | | | | Active |
| 8 | No | | | | Inactive |
| 9 | No | | | | Inactive |

I. Composition of Board of Directors

| Sr | 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 [with reference to proviso to regulation 17A(1) & 17A(2)] | 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 | NA | | 11-03-2024 | | | 10 | 1 | 1 | 2 | 1 | | | Textual Information(1) |
| 2 | NA | | 03-01-2020 | | | 60 | 2 | 2 | 3 | 0 | | | |
| 3 | NA | | 09-05-2024 | | | 8 | 4 | 4 | 10 | 5 | | | |
| 4 | NA | | 17-09-2020 | | | 51 | 1 | 0 | 2 | 0 | | | |
| 5 | NA | | 05-02-2021 | | | 47 | 1 | 0 | 0 | 0 | | Textual Information(2) | |
| 6 | NA | | 11-08-2023 | | | 17 | 1 | 0 | 1 | 0 | | Textual Information(3) | |
| 7 | NA | | 09-02-2024 | | | 11 | 1 | 0 | 0 | 0 | | Textual Information(4) | |
| 8 | NA | | 05-11-2014 | 04-11-2019 | 03-11-2024 | 121 | 1 | 0 | 1 | 0 | Tenure Completion | | Textual Information(5) |
| 9 | NA | | 05-11-2014 | 04-11-2019 | 03-11-2024 | 121 | 3 | 2 | 4 | 1 | Tenure Completion | | |

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 |
| Textual Information(4) | Mr. Bidadi Anjani Kumar, the Chairman of the Board, retired as an Independent Director on November 3, 2024, after completing two terms of 5 years each, as per Section 149 of the Companies Act, 2013. Consequently, he stepped down as Chairman. During the Board meeting held on August 9, 2024, the Board appointed Mr. Amit Laroya, an Independent Director, as the new Chairman, effective November 4, 2024 |
| Textual Information(5) | Mr. Bidadi Anjani Kumar, the Chairman of the Board, retired as an Independent Director on November 3, 2024, after completing two terms of 5 years each, as per Section 149 of the Companies Act, 2013. Consequently, he stepped down as Chairman. During the Board meeting held on August 9, 2024, the Board appointed Mr. Amit Laroya, an Independent Director, as the new Chairman, effective November 4, 2024 |

| Audit Committee Details | | | | | | | |
|---|------------|------------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 03534101 | NARUMANCHI VENKATA SIVAKUMAR | Non-Executive - Independent Director | Chairperson | 09-08-2024 | | |
| 2 | 00098933 | AMIT LAROYA | Non-Executive - Independent Director | Member | 09-05-2024 | | |
| 3 | 07314422 | BHAVNA BINDRA | Non-Executive - Independent Director | Member | 05-02-2020 | | |
| 4 | 07901688 | VIJAYKRISHNAN VENKATESAN | Executive Director | Member | 17-09-2020 | | |
| 5 | 00022417 | BIDADI ANJANI KUMAR | Non-Executive - Independent Director | Member | 05-11-2014 | 03-11-2024 | |
| 6 | 00036827 | VINAYAK KASHINATH DESHPANDE | Non-Executive - Independent Director | Member | 05-11-2014 | 03-11-2024 | |

| Nomination and remuneration committee | | | | | | | |
|---|------------|----------------------------------|--|-------------------------|---------------------|-------------------|------------------------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 07314422 | BHAVNA BINDRA | Non-Executive - Independent Director | Chairperson | 09-11-2021 | | Textual Information(1) |
| 2 | 00098933 | AMIT LAROYA | Non-Executive - Independent Director | Member | 09-05-2024 | | |
| 3 | 03534101 | NARUMANCHI VENKATA SIVAKUMAR | Non-Executive - Independent Director | Member | 09-08-2024 | | |
| 4 | 09050884 | FRANKLIN GERARDO CARDENAS CASTRO | Non-Executive - Non Independent Director | Member | 05-02-2021 | | |
| 5 | 00036827 | VINAYAK KASHINATH DESHPANDE | Non-Executive - Independent Director | Member | 05-11-2014 | 03-11-2024 | |
| 6 | 00022417 | BIDADI ANJANI KUMAR | Non-Executive - Independent Director | Member | 05-11-2014 | 03-11-2024 | |

Sr Text Block

Textual Information(1)

Ms. Bhavna Bindra was appointed as a member of the Nomination and Remuneration Committee effective 09-11-2021. Further, in the Board meeting held on 09-08-2024, she was appointed as the Chairperson of the Nomination and Remuneration Committee, with effect from 04-11-2024.

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|------------------------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00098933 | AMIT LAROYA | Non-Executive - Independent Director | Chairperson | 09-05-2024 | | Textual Information(1) |
| 2 | 07314422 | BHAVNA BINDRA | Non-Executive - Independent Director | Member | 12-05-2023 | | |
| 3 | 07901688 | VIJAYKRISHNAN VENKATESAN | Executive Director | Member | 17-09-2020 | | |
| 4 | 10270042 | KELLY GOLDEN LYNCH | Non-Executive - Non Independent Director | Member | 09-08-2024 | | |
| 5 | 00022417 | BIDADI ANJANI KUMAR | Non-Executive - Independent Director | Member | 10-05-2018 | 03-11-2024 | |

Sr Text Block

Textual Information(1)

Mr. Amit Laroya was appointed as a member of the Stakeholders Relationship Committee effective 09-05-2024. Further, in the Board meeting held on 09-08-2024, he was appointed as the Chairperson of the Stakeholders Relationship Committee, with effect from 04-11-2024.

| Risk Management Committee | | | | | | | |
|---|------------|------------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 07314422 | BHAVNA BINDRA | Non-Executive - Independent Director | Chairperson | 05-02-2020 | | |
| 2 | 00098933 | AMIT LAROYA | Non-Executive - Independent Director | Member | 09-05-2024 | | |
| 3 | 03534101 | NARUMANCHI VENKATA SIVAKUMAR | Non-Executive - Independent Director | Member | 09-08-2024 | | |
| 4 | 07901688 | VIJAYKRISHNAN VENKATESAN | Executive Director | Member | 17-09-2020 | | |
| 5 | 10462270 | KEITH ALAN MUDGE | Non-Executive - Non Independent Director | Member | 09-08-2024 | | |
| 6 | 00022417 | BIDADI ANJANI KUMAR | Non-Executive - Independent Director | Member | 17-10-2019 | 03-11-2024 | |
| 7 | 00036827 | VINAYAK KASHINATH DESHPANDE | Non-Executive - Independent Director | Member | 05-02-2020 | 03-11-2024 | |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|-------------------------------------|---|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 07901688 | VIJAYKRISHNAN VENKATESAN | Executive Director | Chairperson | 17-09-2020 | | |
| 2 | 00098933 | AMIT LAROYA | Non-Executive - Independent Director | Member | 09-05-2024 | | |
| 3 | 07314422 | BHAVNA BINDRA | Non-Executive - Independent Director | Member | 05-02-2020 | | |
| 4 | 09050884 | FRANKLIN GERARDO CARDENAS CASTRO | Non-Executive - Non Independent Director | Member | 05-02-2021 | | |
| 5 | 00022417 | BIDADI ANJANI KUMAR | Non-Executive - Independent Director | Member | 09-08-2016 | 03-11-2024 | |

| Other Committee | | | | | | |
|------------------------|------------|-------------------------------------|---|---|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | 07901688 | VIJAYKRISHNAN VENKATESAN | Environmental, Social and Governance Committee | Executive Director | Chairperson | |
| 2 | 07314422 | BHAVNA BINDRA | Environmental, Social and Governance Committee | Non-Executive - Independent Director | Member | |
| 3 | 09050884 | FRANKLIN GERARDO CARDENAS CASTRO | Environmental, Social and Governance Committee | Non-Executive - Non Independent Director | Member | |
| 4 | 00098933 | AMIT LAROYA | Environmental, Social and Governance Committee | Non-Executive - Independent Director | Member | |
| 5 | 03534101 | NARUMANCHI VENKATA SIVAKUMAR | Environmental, Social and Governance Committee | Non-Executive - Independent Director | Member | |

Annexure 1

Annexure 1

III. Meeting of Board of Directors

| Disclosure of notes on meeting of board of directors explanatory | | | | | | | | |
|--|---|--|---|------------------------------|--|---|---|---|
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | 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 | 09-08-2024 | | | | Yes | 9 | 9 | 5 |
| 2 | | 07-11-2024 | 89 | | Yes | 7 | 6 | 3 |

Annexure 1

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 | 09-08-2024 | | | | Yes | 5 | 5 | 4 | 0 |
| 2 | Audit Committee | 07-11-2024 | 89 | | | Yes | 4 | 4 | 3 | 0 |
| 3 | Nomination and remuneration committee | 08-08-2024 | | | | Yes | 5 | 5 | 4 | 0 |
| 4 | Nomination and remuneration committee | 07-11-2024 | 90 | | | Yes | 4 | 3 | 3 | 0 |
| 5 | Stakeholders Relationship Committee | 07-11-2024 | | | | Yes | 4 | 4 | 2 | 0 |

Annexure 1

V. Related Party Transactions

| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|----------------------------------|--|
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | Yes | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

Annexure 1

VI. 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 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to 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. | Yes |
| 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. | Yes |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |

Annexure 1

| Sr | Subject | Compliance status |
|----|-------------------|-------------------|
| 1 | Name of signatory | Anupriya Garg |
| 2 | Designation | Company Secretary |

Annexure III

III. Affirmations

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
|----|--|--------------------------------------|-------------------------------|--|
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report | 24A(1) | Yes | |
| 6 | Submission of Annual Secretarial Compliance Report | 24A(2) | Yes | |
| 7 | Whether “Corporate Governance Report” disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| 6 | | | | |

Annexure III

| | | |
|---------------------|-------------------|-------------------|
| Annexure III | | |
| 1 | Name of signatory | Anupriya Garg |
| 2 | Designation | Company Secretary |

| Additional Half yearly Disclosure | | |
|--|------------------------|--|
| Applicability of disclosure | Not Applicable | |
| Reason for Non Applicability | Textual Information(1) | |

Text Block

Textual Information(1)

The entity has not advanced any loan / guarantee / comfort letter to any of its Promoters, Directors or KMPs

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

No

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr.

Date of the event

Brief details of
the event

Signatory Details

| | |
|-----------------------|-------------------|
| Name of signatory | Anupriya Garg |
| Designation of person | Company Secretary |
| Place | Bengaluru |
| Date | 29-01-2025 |

