

KENNAMETAL INDIA LIMITED

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Board of Directors, Key Managerial personnel and India Leadership Council (ILC) members of Kennametal India Limited (KIL) are expected to manage the affairs of the Company in a fair, transparent and ethical manner. The Company has been committed transparency and fairness in dealing with all stakeholders.

Purpose

SEBI vide its Circular No. LAD-NRO/GN/2014-15/21/85 dated 15th January 2015, has issued SEBI (Prohibition of Insider Trading) Regulations, 2015, to be effective from 15th May, 2015.

Pursuant to Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of directors of KIL is required to formulate a “Code of practices and procedures for fair disclosure of unpublished price sensitive information” (hereinafter referred to as the “Code”).

KIL endeavors to preserve the confidentiality of un-published price sensitive information and to prevent the misuse of such information. To achieve these objectives and in compliance with the aforesaid SEBI regulations, the Board of Directors has adopted this code in the meeting held on May 5, 2015 which is to be effective from May 15, 2015.

KIL Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

This Code intends to formulate a stated framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for KIL securities. To achieve this objective, the members of the Board of Directors, Key Managerial personnel and India Leadership Council (ILC) shall adhere to the following principles in letter as well as in spirit.

1. There shall be prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. Uniform and universal dissemination of unpublished price sensitive information to avoid selective disclosure.

3. The Chief Financial Officer will act as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. There shall be prompt dissemination of unpublished price sensitive information that get disclosed selectively, inadvertently or otherwise to make such information generally available.
5. Appropriate and fair response shall be provided to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Board of Directors, Key Managerial personnel, India Leadership Council(ILC) members and other concerned employees, if any, shall ensure that information shared with analyst and research personnel is not unpublished price sensitive information .
7. Best practices would be developed to make transcripts or records of proceedings of meetings with analyst and other investors relation conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. Unpublished price sensitive information shall be handled on need-to-know basis.

Power of Board of Directors

The Chief Investor Relations Officer, subject to the approval of Board of Directors, reserves the right to amend or modify this Code in whole or in part, at any time without assigning any reason whatsoever and shall be promptly intimated to BSE Limited.

The Board may further establish monitoring mechanism in order adhere to each of the principles set out in Schedule A to the Regulations, 2015 and for good corporate governance practice.

Any subsequent modification and/or amendments brought about by SEBI in the SEBI (Prohibition of Insider Trading) Regulations, 2015 shall automatically apply to this Code and intimated to BSE Limited.
