

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>BARTLETT PETER B</u>  (Last) (First) (Middle) <u>BROWN BROTHERS HARRIMAN &amp; CO.</u> <u>140 BROADWAY</u>  (Street) <u>NEW YORK NY 10005</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KENNAMETAL INC [ KMT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/16/2005</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/16/2005		M		3,000	A	\$38.71	3,897	D	
Common Stock	02/16/2005		M		1,500	A	\$34.0625	5,397	D	
Common Stock	02/16/2005		M		3,000	A	\$20.625	8,397	D	
Common Stock	02/16/2005		M		7,500	A	\$26.4063	15,897	D	
Common Stock	02/16/2005		M		4,500	A	\$26.065	20,397	D	
Common Stock	02/16/2005		M		7,500	A	\$29.805	27,897	D	
Common Stock	02/16/2005		S		500	D	\$48.67	27,397	D	
Common Stock	02/16/2005		S		2,500	D	\$48.68	24,897	D	
Common Stock	02/16/2005		S		700	D	\$48.69	24,197	D	
Common Stock	02/16/2005		S		14,250	D	\$48.7	9,947	D	
Common Stock	02/16/2005		S		1,000	D	\$48.702	8,947	D	
Common Stock	02/16/2005		S		300	D	\$48.71	8,647	D	
Common Stock	02/16/2005		S		900	D	\$48.7233	7,747	D	
Common Stock	02/16/2005		S		1,100	D	\$48.74	6,647	D	
Common Stock	02/16/2005		S		400	D	\$48.75	6,247	D	
Common Stock	02/16/2005		S		2,100	D	\$48.76	4,147	D	
Common Stock	02/16/2005		S		800	D	\$48.77	3,347	D	
Common Stock	02/16/2005		S		2,200	D	\$48.78	1,147	D	
Common Stock	02/16/2005		S		100	D	\$48.79	1,047	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$20.625	02/16/2005		M			3,000	(1)	10/28/2008	Common Stock	3,000	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$26.065	02/16/2005		M			4,500	(2)	01/29/2011	Common Stock	4,500	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$26.4063	02/16/2005		M			7,500	(3)	01/31/2010	Common Stock	7,500	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$29.805	02/16/2005		M			7,500	(4)	07/22/2012	Common Stock	7,500	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$34.0625	02/16/2005		M			1,500	(5)	10/30/2006	Common Stock	1,500	\$0	0	D	
Stock Option (right to buy)	\$38.71	02/16/2005		M			3,000	(6)	07/28/2013	Common Stock	3,000	\$0	1,500	D	

**Explanation of Responses:**

- The option vested in three annual installments on 10/29/99, 10/29/00 and 10/29/01.
- The option vested in three annual installments on 1/30/02, 1/30/03 and 1/30/04.
- The option vested in three annual installments on 2/1/01, 2/1/02 and 2/1/03.
- The option vested in full on 8/26/04.
- The option vested in full on 10/31/96.
- 3,000 shares vested on 8/26/04 and 1,500 shares will vest on 7/29/05.

By: David W. Greenfield For: 02/17/2005  
Peter B. Bartlett

\*\* Signature of Reporting Person      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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