SEC Form 4

FORM 4

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

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

I

L								
	OMB Number:	3235-0287						
	Estimated average burde	stimated average burden						
1	hours per response:	0.5						

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

1. Name and Addre			2. Issuer Name and Ticker or Trading Symbol <u>KENNAMETAL INC</u> [KMT]	(Check all applie	tionship of Reporting Person(s) to Issuer (all applicable) Director 10% Owner		
(Last) 2440 BEAR H	ast) (First) (Middle) 140 BEAR HOLLOW DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 08/31/2017	Officer below)	(give title	Other (specify below)	
(Street) PARK CITY (City)	UT (State)	84098 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Form f Form f	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person		
		Table I - Non-De	erivative Securities Acquired, Disposed of, or Bene	icially Owned			

1. Title of Security (Instr. 3)	if any			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
		Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)

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. Transa Code (8)		Derivative Expiration		Expiration Da	xpiration Date Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Credits	(1)	08/31/2017		A		678.571		(2)	(2)	Common Stock	678.571	\$35	23,560.124 ⁽³⁾	D	

Explanation of Responses:

1. Each Stock Credit represents the right to receive one share of the Issuer's Common Stock.

2. The Stock Credits become payable in Common Stock: (i) in the event of a change of control of the Issuer; or (ii) on the date that the reporting person ceases (other than by reason of death) to be a director ("retirement"), unless the reporting person has elected to receive the Common Stock represented by the Stock Credits following retirement.

3. Includes (78.976) of Stock Credits acquired pursuant to a dividend reinvestment feature of the Kennametal Inc. Stock Incentive Plan of 2002 and (54.888) of Stock Credits acquired pursuant to a dividend reinvestment feature of the Kennametal Inc. Directors Stock Incentive Plan, as amended. The Issuer maintains a separate Dividend Reinvestment Plan available to its shareholders that satisfies the requirement of Rule 16a-11 of the Securities and Exchange Act of 1934, as amended.

Remarks:

/s/Michelle R. Keating

Demention Demen

** Signature of Reporting Person

<u>09/05/2017</u> 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.