| SEC Form 4 |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

| OMB Number: 3235-0287 | | | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|--|--|
| Estimated average burden | | | | | | | | | | |
| 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 Address of Reporting Person [*] Audia Damon J | | | | 2. Issuer Name and Ticker or Trading Symbol <u>KENNAMETAL INC</u> [KMT] | | | | | | | 5. Relationship of Reporting Person(s) to Is (Check all applicable) Director 10% (v Officer (give title Other | | | | |
|--|-----------------------|----------------|---------------------------------|---|---|--|---|-----------------------|---|---|---|------------------------------------|--|--|--|
| (Last) 525 WILLIAM I 33RD FLOOR | (First) PENN PLACE | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 08/14/2020 | | | | | | | X Oncer (give the Other (specify below) below) Vice President | | | | |
| | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) PITTSBURGH (City) | PA (State) | 15219 (Zip) | | | | | | | | | 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 | | | | | | | | | | | | | | | |
| Date | | | 2. Transac Date (Month/Da | | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| | | | | | | Code | v | Amount (A) or (D) Pri | | Price | | Transaction(s) (Instr. 3 and 4) | | | |
| Common Stock 08/14 | | | | | | М | | 4,705 | A | \$30.98 | 28,864 ⁽¹⁾ | D | | | |

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

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| 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) | | | | 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 | 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 | | Transaction(s) (Instr. 4) | | |
| Restricted Stock Units | (2) | 08/14/2020 | | М | | | 4,705 | 08/15/2020 | (3) | Common Stock | 4,705 | \$0 | 9,411 | D | |
| Restricted Stock Units | (2) | 08/14/2020 | | A | | 18,108 | | (3) | (3) | Common Stock | 18,108 | \$ <mark>0</mark> | 18,108 | D | |

Explanation of Responses:

Common Stock

1. Includes 4,986 shares of Performance Unit shares not yet distributed.

2.1 - for - 1

3. Restricted stock units are subject to time-based vesting and are disbursed in three equal annual installments commencing on the first anniversary date of the grant date, subject to continued employment with the company.

Michelle R. Keating

** Signature of Reporting Person

08/17/2020 Date

27,525⁽¹⁾

\$30.98

D

D

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.

08/14/2020

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.

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP