

**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	
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1. Name and Address of Reporting Person* <u>Watson Patrick S</u>			2. Issuer Name and Ticker or Trading Symbol <u>KENNAMETAL INC [ KMT ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Vice President</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>08/01/2019</u>			
SUITE 5100 600 GRANT STREET			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	
(Street) PITTSBURGH PA 15219			(City) (State) (Zip)			

**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	08/01/2019		M		3,670	A	\$33.15	21,568.88	D	
Common Stock	08/01/2019		F		1,046	D	\$33.15	20,522.88	D	
Common Stock	08/01/2019		M		3,180	A	\$33.15	23,702.88	D	
Common Stock	08/01/2019		F		904	D	\$33.15	22,798.88	D	
Common Stock	08/01/2019		J		3,671 <sup>(1)</sup>	D	\$0	19,127.88 <sup>(2)</sup>	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						Title
Restricted Stock Units	(3)	08/01/2019		M			1,330	08/01/2019	(4)	Common Stock	1,330	\$0	0	D	
Restricted Stock Units	(3)	08/01/2019		M			1,024	08/01/2019	(4)	Common Stock	1,024	\$0	1,024	D	
Restricted Stock Units	(3)	08/01/2019		M			826	08/01/2019	(4)	Common Stock	826	\$0	1,654	D	

**Explanation of Responses:**

- Represents 3,671 performance unit shares previously reported on Form 4 as deemed earned shares under Kennametal's 2016 Performance Unit Awards that have met the performance requirements for distribution as common shares. Previously reported deemed earned shares are subject to a relative TSR multiplier, calculated on August 1, 2019 as 105.3%, and applied upon vesting. Distributed performance unit shares are separately reported on Form 4 as acquired common stock.
- Includes 311.88 shares held in the Kennametal Inc. 401(k) Plan and 2,286 performance unit shares not yet disbursed.
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- 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 and subject to continued employment with the company.

Michelle R. Keating 08/02/2019

\*\* 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.

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.