## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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|             |      |       |

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5           |
| bligations may continue. See           |
|  |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden 0.5 hours per response:

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* <u>CARDOSO CARLOS M</u> |  |      |  |         |   | 2. Issuer Name and Ticker or Trading Symbol KENNAMETAL INC [ kmt ]   |  |   |               |   |                       |                            |  |   | Check   | all app<br>Direc  | licable)   | 10% (   | Person(s) to Issuer  10% Owner  Other (specify |  |
|--|--|------|--|---------|---|--|--|---|---------------|---|-----------------------|----------------------------|--|---|---|---|--|---|--|--|
| (Last) (First) (Middle) 1600 TECHNOLOGY WAY P.O. BOX 231         |  |      |  |         | 3. Date of Earliest Transaction (Month/Day/Year) 07/26/2011                     |  |  |   |               |   |                       |                            |  | X   | belov   | v) ``   | t and CEO  |   |  |  |
| (Street)  LATROE  (City)   |  |      | 15650<br>(Zip)                             |         | _ 4. If   | 4. If Amendment, Date of Original Filed (Month/Day/Year)     5. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |  |   |               |   |                       |                            |  |   |   |   | son  |   |  |  |
|  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |      |  |         |   |  |  |   |               |   |                       |                            |  |   |   |   |  |   |  |  |
| D D  |  |      | 2. Transaction<br>Date<br>(Month/Day/Year) |         | Exe<br>f) if a  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)  |  | 3.<br>Transaction<br>Code (Instr.<br>8) |               | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4                        |                       |                            |  | and 5) Securities Beneficially Owned Followin |   | ties<br>cially<br>I Following                                     | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |  |
|  |  | Code |  |         | v   |  |  | Amount                                  | (A) or<br>(D) |   | Price                 | .                          | Reported<br>Transaction(s)<br>(Instr. 3 and 4) |   |   | (Instr. 4)  |  |   |  |  |
| Common Stock   |  |      |  | 07/26/  | 07/26/2011  |  |  |   | A             |   | 44,626(1)             | (2)                        | Α  | \$0   |   | 190,093   |  | D   |  |  |
| Common   | Stock  |      |  | 07/24/  | /2012   |  |  |   | A             |   | 44,624(2)             | 44,624 <sup>(2)(3)</sup> A |  | \$  | 0   | 234,717   |  | D   |  |  |
| Common   | Stock  |      |  | 07/24/  | /2012   |  |  |   | A             |   | 15,469 <sup>(2)</sup> | (4)                        | A  | \$  | 0   | 250,186 D   |  |   |  |  |
| Common   | Stock  |      |  | 08/01/  | /2013   |  |  |   | F             |   | 40,823                |                            | D  | \$45.24 209,363 <sup>(5)</sup>                |   |   |  | D   |  |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |      |  |         |   |  |  |   |               |   |                       |                            |  |   |   |   |  |   |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)              | 2. Conversion or Exercise Price of Derivative Security  3. Transaction Date Execution Date, if any (Month/Day/Year)                          |      | 4.<br>Transa<br>Code (<br>8)               | (Instr. | on of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |  | 6. Date Expiration (Month/Mont | on Da<br>Day/Yo                         |               | Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |                       | ount<br>nber               | 8. Pri<br>Deriv<br>Secu<br>(Instr              | ative<br>rity                                 | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |  |  |

## **Explanation of Responses:**

- 1. Represents shares deemed to have been earned by the Compensation Committee of the Board of Directors (the "Committee) on July 26, 2011 with respect to the first tranche of the performance unit award granted to the reporting person on August 1, 2010 under the Kennametal Inc. Stock and Incentive Plan of 2010 (the "2010 Performance Unit Award"). The vesting and actual payout of these shares remain subject to the reporting person's continued employment with Kennametal Inc. (the "Company") through August 1, 2013.
- 2. The reporting person was advised by the Issuer when these awards were granted that these awards would not be reportable prior to all vesting conditions being satisfied (including the continued employment condition), which just occurred on August 1, 2013 for the 2010 Performance Unit Award and which will not occur until August 1, 2014 for the 2011 Performance Unit Award. The reporting person is filling this Form 4 prior thereto due to the Issuer now concluding that the reporting date should have been the earlier date on which the Committee deemed the various tranches of these awards earned.
- 3. Represents shares deemed to have been earned by the Committee on July 24, 2012 with respect to the second tranche of the 2010 Performance Unit Award. The vesting and actual payout of these shares remain subject to the reporting person's continued employment with the Company through August 1, 2013.
- 4. Represents shares deemed to have been earned by the Committee on July 24, 2012 with respect to the first tranche of the performance unit award granted to the reporting person on August 1, 2011 under the Plan (the "2011 Performance Unit Award"). The vesting and actual payout of these shares remain subject to the reporting person's continued employment with the Company through August 1, 2014.
- 5. Includes 1,282 shares held within the Kennametal Inc. 401K Plan.

By: Kevin G. Nowe For: 08/12/2013 Carlos M. Cardoso

\*\* 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.