FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	
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Vashington,	D.C. 2	0549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

		Reporting Person*						er or Tradin		ol			Relationship neck all appli	cable)	g Pers	. ,	
MCLEVISH TIMOTHY R				-	[]								X Directo	or		10% Ow	ner
(Last)	(F	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/25/2015							Officer (give title Other (sp below) below)			pecify		
2440 BEAR HOLLOW DRIVE																	
				4	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable				
(Street)												Lir	,	ilad bu Ona	Dana	utina Davasa	
PARK C	ITY U	Т	84098											,	•	rting Person	
												Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)														
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
Date			. Transacti Date Month/Day	Execution Da		Date,	Code (Ins	on Dis				Benefici Owned I	es Forn ally (D) o Following d tion(s)		n: Direct In or Indirect B nstr. 4) O	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code			Am	r Price					Reporte Transac (Instr. 3
	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)	Code	action (Instr.			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expira Date	ition	Title	Amount or Number of Share	;	(Instr. 4)			
Stock Credits	(1)	02/25/2015		Α		577.994		(2)	(2)		Common Stock	577.99	\$35.9	7,590.09	99 <sup>(3)</sup>	D	

## **Explanation of Responses:**

- 1.1 for 1
- 2. The Stock Credits become payable in Common Stock: (i) in the event of a change of control of the company; 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 (20.481) of stock credits acquired pursuant to a dividend reinvestment feature of the Kennametal Inc. Stock Incentive Plan of 2002 and (17.385) of stock credits acquired pursuant to a dividend reinvestment feature of the Kennametal Inc. Directors Stock Incentive Plan, as amended. The company 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.

Kevin G. Nowe

\*\* Signature of Reporting Person

Date

02/27/2015

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.