
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): May 2, 2018

Kennametal Inc.

(Exact Name of Registrant as Specified in Its Charter)

Pennsylvania

(State or Other Jurisdiction of Incorporation)

1-5318

(Commission File Number)

25-0900168

(IRS Employer Identification No.)

**600 Grant Street
Suite 5100**

Pittsburgh, Pennsylvania

(Address of Principal Executive Offices)

15219-2706

(Zip Code)

Registrant's telephone number, including area code: **(412) 248-8000**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On May 2, 2018, Kennametal Inc. (Kennametal or the Company) issued an earnings announcement for its fiscal 2018 third quarter ended March 31, 2018.

The press release contains certain non-GAAP financial measures. The following GAAP financial measures have been presented on an adjusted basis: gross profit and margin; operating expense; operating expense as a percentage of sales; operating income and margin; effective tax rate; net income attributable to Kennametal; earnings per diluted share (EPS); Industrial operating income and margin; Widia operating income and margin; and Infrastructure operating income and margin. Adjustments for the three months ended March 31, 2018 include: (1) restructuring and related charges and (2) tax reform charge. Adjustments for the three months ended March 31, 2017 include restructuring and related charges. Adjustments for the nine months ended March 31, 2018 include (1) restructuring and related charges, (2) impact of out of period adjustment to provision for income taxes and (3) net tax reform charge. Adjustments for the nine months ended March 31, 2017 include (1) restructuring and related charges and (2) Australia deferred tax valuation allowance. Management adjusts for these items in measuring and compensating internal performance and to more readily compare the Company's financial performance period-to-period. The press release also contains free operating cash flow (FOCF); earnings before interest, taxes, depreciation and amortization (EBITDA) and margin; and consolidated and segment organic sales growth, which are non-GAAP financial measures and are defined below.

Management believes that presentation of these non-GAAP financial measures provides useful information about the results of operations of the Company for the current and past periods. Management believes that investors should have available the same information that management uses to assess operating performance, determine compensation and assess the capital structure of the Company. These non-GAAP financial measures should not be considered in isolation or as a substitute for the most comparable GAAP financial measures. Investors are cautioned that non-GAAP financial measures utilized by the Company may not be comparable to non-GAAP financial measures used by other companies.

Reconciliations to the most directly comparable GAAP financial measures for the following forward-looking non-GAAP financial measures for full fiscal year of 2018 are not presented, including but not limited to: adjusted earnings per share, organic sales growth and free operating cash flow. The most comparable GAAP measures are earnings per share, sales growth and net cash flow from operating activities, respectively. Because the non-GAAP financial measures on a forward-looking basis are subject to uncertainty and variability as they are dependent on many factors - including, but not limited to, the effect of foreign currency exchange fluctuations, impacts from potential acquisitions or divestitures, gains or losses on the potential sale of businesses or other assets, restructuring costs, asset impairment charges, losses from early extinguishment of debt, the tax impact of the items above and the impact of tax law changes or other tax matters - reconciliations to the most directly comparable forward-looking GAAP financial measures are not available without unreasonable effort.

FOCF

FOCF is a non-GAAP financial measure and is defined by the Company as cash provided by operations (which is the most directly comparable GAAP financial measure) less capital expenditures plus proceeds from disposals of fixed assets. Management considers FOCF to be an important indicator of Kennametal's cash generating capability because it better represents cash generated from operations that can be used for dividends, debt repayment, strategic initiatives, and other investing and financing activities.

EBITDA

EBITDA is a non-GAAP financial measure and is defined as net income attributable to Kennametal (which is the most directly comparable GAAP measure), with interest expense, interest income, provision for income taxes, depreciation and amortization added back. Management believes that EBITDA is widely used as a measure of operating performance and are an important indicator of the Company's operational strength and performance. Nevertheless, the measure should not be considered in isolation or as a substitute for operating income, cash flows from operating activities or any other measure for determining liquidity that is calculated in accordance with GAAP. Additionally, Kennametal presents EBITDA on an adjusted basis. Management uses this information in reviewing operating performance.

Organic Sales Growth

Organic sales growth is a non-GAAP financial measure of sales growth (which is the most directly comparable GAAP measure) excluding the impacts of acquisitions⁽¹⁾, divestitures⁽²⁾, business days⁽³⁾ and foreign currency exchange⁽⁴⁾ from year-over-year comparisons. We believe this measure provides investors with a supplemental understanding of underlying sales trends by providing sales growth on a consistent basis. Also, we report organic sales growth at the consolidated and segment levels.

Additionally, during our quarterly earnings teleconference we may use various non-GAAP financial measures to describe the underlying operating results. Accordingly, we have compiled below certain disclosures as required by Regulation G. These non-GAAP financial measures should not be considered in isolation or as a substitute for the most comparable GAAP measures. Investors are cautioned that non-GAAP financial measures utilized by the Company may not be comparable to non-GAAP financial measures used by other companies.

Primary Working Capital

Primary working capital is a non-GAAP financial measure and is defined as accounts receivable, net plus inventories, net minus accounts payable. The most directly comparable GAAP financial measure is working capital, which is defined as current assets less current liabilities. We believe primary working capital better represents Kennametal's performance in managing certain assets and liabilities controllable at the segment level and is used as such for internal performance measurement.

PRIMARY WORKING CAPITAL (UNAUDITED)

AS OF MARCH 31, 2018

(in thousands, except percents)	3/31/18	12/31/17	9/30/17	6/30/17	3/31/17	Average
Current assets	\$ 1,240,587	\$ 1,128,382	\$ 1,075,915	\$ 1,113,901	\$ 1,043,046	
Current liabilities	477,790	407,621	396,967	461,478	426,799	
Working capital, GAAP	\$ 762,797	\$ 720,761	\$ 678,948	\$ 652,423	\$ 616,247	
Excluding items:						
Cash and cash equivalents	(221,906)	(159,940)	(110,697)	(190,629)	(100,817)	
Other current assets	(70,926)	(68,057)	(64,874)	(55,166)	(75,061)	
Total excluded current assets	(292,832)	(227,997)	(175,571)	(245,795)	(175,878)	
Adjusted current assets	947,755	900,385	900,344	868,106	867,168	
Current maturities of long-term debt and capital leases, including notes payable	(1,399)	(1,360)	(1,252)	(925)	(1,591)	
Other current liabilities	(256,186)	(215,669)	(209,373)	(244,831)	(234,367)	
Total excluded current liabilities	(257,585)	(217,029)	(210,625)	(245,756)	(235,958)	
Adjusted current liabilities	220,205	190,592	186,342	215,722	190,841	
Primary working capital	\$ 727,550	\$ 709,793	\$ 714,002	\$ 652,384	\$ 676,327	\$ 696,011

Three Months Ended

	3/31/18	12/31/17	9/30/17	6/30/17	Total
Sales	\$ 607,936	\$ 571,345	\$ 542,454	\$ 565,025	\$ 2,286,760
Primary working capital as a percentage of sales					30.4%

PRIMARY WORKING CAPITAL (UNAUDITED)

AS OF JUNE 30, 2017

(in thousands, except percents)	6/30/17	3/31/17	12/31/16	9/30/16	6/30/16	Average	
Current assets	\$ 1,113,901	\$ 1,043,046	\$ 971,745	\$ 991,837	\$ 1,075,341		
Current liabilities	461,478	426,799	390,151	402,574	427,275		
Working capital, GAAP	\$ 652,423	\$ 616,247	\$ 581,594	\$ 589,263	\$ 648,066		
Excluding items:							
Cash and cash equivalents	(190,629)	(100,817)	(102,001)	(119,411)	(161,579)		
Other current assets	(55,166)	(75,061)	(80,375)	(64,660)	(84,016)		
Total excluded current assets	(245,795)	(175,878)	(182,376)	(184,071)	(245,595)		
Adjusted current assets	868,106	867,168	789,369	807,766	829,746		
Current maturities of long-term debt and capital leases, including notes payable	(925)	(1,591)	(2,263)	(1,381)	(1,895)		
Other current liabilities	(244,831)	(234,367)	(219,008)	(225,189)	(243,341)		
Total excluded current liabilities	(245,756)	(235,958)	(221,271)	(226,570)	(245,236)		
Adjusted current liabilities	215,722	190,841	168,880	176,004	182,039		
Primary working capital	\$ 652,384	\$ 676,327	\$ 620,489	\$ 631,762	\$ 647,707	\$ 645,734	
Three Months Ended							
	6/30/17	3/31/17	12/31/16	9/30/16	Total		
Sales	\$ 565,025	\$ 528,630	\$ 487,573	\$ 477,140	\$ 2,058,368		
Primary working capital as a percentage of sales						31.4%	

Debt to Capital

Debt to capital is a non-GAAP financial measure and is defined by Kennametal as total debt divided by the sum of total equity plus total debt. The most directly comparable GAAP financial measure is debt to equity, which is defined as total debt divided by total equity. Management believes that debt to capital provides additional insight into the underlying capital structure and performance of the Company.

Net Debt

Net debt is a non-GAAP financial measure and is defined by Kennametal as total debt less cash and cash equivalents. The most directly comparable GAAP financial measure is total debt. Management believes that net debt aids in the evaluation of the Company's financial condition.

DEBT TO CAPITAL AND NET DEBT (UNAUDITED)

(in thousands, except percents)	March 31, 2018	June 30, 2017
Total debt	\$ 697,486	\$ 695,916
Total equity	1,226,154	1,052,653
Debt to equity, GAAP	56.9%	66.1%
Total debt	697,486	695,916
Total equity	1,226,154	1,052,653
Total capital	1,923,640	1,748,569
Debt to capital	36.3%	39.8%
Total debt	697,486	695,916
Cash and cash equivalents	221,906	190,629
Net debt	\$ 475,580	\$ 505,287

Debt to EBITDA

Debt to EBITDA is a non-GAAP financial measure and is defined by Kennametal as total debt divided by the sum of the four trailing quarters of EBITDA. The most directly comparable GAAP financial measure is debt to net income attributable to Kennametal. Management believes that debt to EBITDA provides additional insight into the underlying capital structure, liquidity and performance of the Company. Additionally, Kennametal will present debt to EBITDA on an adjusted basis.

DEBT TO ADJUSTED EBITDA (UNAUDITED)**MARCH 31, 2018 (in thousands, except debt to adjusted EBITDA)**

EBITDA	Three Months Ended				
	3/31/18	12/31/17	9/30/17	6/30/17	
Net income attributable to Kennametal	\$ 50,866	\$ 41,601	\$ 39,183	\$ 24,643	
Add back:					
Interest expense	7,468	7,231	7,149	7,367	
Interest income	(1,023)	(260)	(257)	(246)	
Provision for income taxes	24,130	17,472	9,602	7,494	
Depreciation	23,933	23,284	22,777	22,709	
Amortization	3,690	3,677	3,661	3,912	
EBITDA	\$ 109,064	\$ 93,005	\$ 82,115	\$ 65,879	
Adjustments:					
Restructuring and related charges	1,681	1,489	6,876	23,165	
Adjusted EBITDA	\$ 110,745	\$ 94,494	\$ 88,991	\$ 89,044	
Total debt				\$ 697,486	
Trailing four quarters net income attributable to Kennametal				156,293	
Debt to net income attributable to Kennametal				4.5	
Total debt				\$ 697,486	
Trailing four quarters adjusted EBITDA				383,274	
Debt to adjusted EBITDA				1.8	

Constant Currency End Market Sales Growth

Constant currency end market sales growth is a non-GAAP financial measure of sales growth (which is the most directly comparable GAAP measure) by end market excluding the impacts of acquisitions⁽¹⁾, divestitures⁽²⁾ and foreign currency exchange⁽⁴⁾ from year-over-year comparisons. We note that, unlike organic sales growth, constant currency end market sales growth does not exclude the impact of business days. We believe this measure provides investors with a supplemental understanding of underlying end market trends by providing end market sales growth on a consistent basis. Also, we report constant currency end market sales growth at the consolidated and segment levels.

CONSTANT CURRENCY END MARKET SALES GROWTH (UNAUDITED)**Industrial**

Three Months Ended March 31, 2018	General engineering	Transportation	Aerospace and defense	Energy
Constant currency end market sales growth	7%	4%	13%	4%
Foreign currency exchange impact	8	9	6	6
Divestiture impact	—	—	—	—
Acquisition impact	—	—	—	—
End market sales growth ⁽⁵⁾	15%	13%	19%	10%

Widia

Three Months Ended March 31, 2018	General engineering
Constant currency end market sales growth	8%
Foreign currency exchange impact	5
Divestiture impact	—
Acquisition impact	—
End market sales growth ⁽⁵⁾	13%

Infrastructure

Three Months Ended March 31, 2018	Energy	Earthworks	General engineering
Constant currency end market sales growth	14%	4%	16%
Foreign currency exchange impact	2	5	5
Divestiture impact	—	—	—
Acquisition impact	—	—	—
End market sales growth ⁽⁵⁾	16%	9%	21%

Total

Three Months Ended March 31, 2018	General engineering	Transportation	Aerospace and defense	Energy	Earthworks
Constant currency end market sales growth	10%	4%	17%	11%	5%
Foreign currency exchange impact	6	9	6	3	5
Divestiture impact	—	—	—	—	—
Acquisition impact	—	—	—	—	—
End market sales growth ⁽⁵⁾	16%	13%	23%	14%	10%

Constant Currency Regional Sales Growth (Decline)

Constant currency regional sales growth (decline) is a non-GAAP financial measure of sales growth (which is the most directly comparable GAAP measure) by region excluding the impacts of acquisitions⁽¹⁾, divestitures⁽²⁾ and foreign currency exchange⁽⁴⁾ from year-over-year comparisons. We note that, unlike organic sales growth, constant currency regional sales growth does not exclude the impact of business days. We believe this measure provides investors with a supplemental understanding of underlying regional trends by providing regional sales growth on a consistent basis. Also, we report constant currency regional sales growth (decline) at the consolidated and segment levels.

⁽¹⁾ Acquisition impact is calculated by dividing current period sales attributable to acquired businesses by prior period sales.

⁽²⁾ Divestiture impact is calculated by dividing prior period sales attributable to divested businesses by prior period sales.

⁽³⁾ Business days impact is calculated by dividing the year-over-year change in weighted average working days (based on mix of sales by country) by prior period weighted average working days.

⁽⁴⁾ Foreign currency exchange impact is calculated by dividing the difference between current period sales at prior period foreign exchange rates and prior period sales by prior period sales.

CONSTANT CURRENCY REGIONAL SALES GROWTH (DECLINE) (UNAUDITED)

Three Months Ended March 31, 2018	Americas	EMEA	Asia Pacific
<i>Industrial</i>			
Constant currency regional sales growth	12%	7%	—%
Foreign currency exchange impact	—	15	7
Divestiture impact	—	—	—
Acquisition impact	—	—	—
Regional sales growth ⁽⁶⁾	12%	22%	7%
<i>Widia</i>			
Constant currency regional sales growth	1%	14%	15%
Foreign currency exchange impact	1	11	7
Divestiture impact	—	—	—
Acquisition impact	—	—	—
Regional sales growth ⁽⁶⁾	2%	25%	22%
<i>Infrastructure</i>			
Constant currency regional sales growth (decline)	14%	(5)%	19%
Foreign currency exchange impact	1	13	7
Divestiture impact	—	—	—
Acquisition impact	—	—	—
Regional sales growth ⁽⁶⁾	15%	8%	26%
<i>Total</i>			
Constant currency regional sales growth	12%	5%	8%
Foreign currency exchange impact	1	14	7
Divestiture impact	—	—	—
Acquisition impact	—	—	—
Regional sales growth ⁽⁶⁾	13%	19%	15%

⁽⁵⁾ Aggregate sales for all end markets sum to the sales amount presented on the company's financial statements.

⁽⁶⁾ Aggregate sales for all regions sum to the sales amount presented on the company's financial statements.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 [Fiscal 2018 Third Quarter Earnings Announcement](#)

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KENNAMETAL INC.

Date: May 2, 2018

By: /s/ Patrick S. Watson
Patrick S. Watson
Vice President Finance and
Corporate Controller

PRESS RELEASE

**FOR IMMEDIATE RELEASE:**

DATE: May 2, 2018

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KENNAMETAL ANNOUNCES STRONG FISCAL 2018 THIRD QUARTER RESULTS

- Year-over-year sales growth of 15 percent; organic sales growth of 11 percent
- Year-to-date net cash flow from operating activities of \$181 million; free operating cash flow of \$54 million
- Reported earnings per diluted share (EPS) of \$0.61; adjusted EPS of \$0.70
- Raising midpoint of adjusted EPS outlook; increasing free operating cash flow outlook for full fiscal year 2018
- Modernization starting to drive improved results along with continuing benefits from simplification
- Price realization outpaced raw material inflation in the quarter; trend expected to continue for the fiscal year

PITTSBURGH, (May 2, 2018) – Kennametal Inc. (NYSE: KMT) today reported results for its fiscal 2018 third quarter ended March 31, 2018, with EPS of \$0.61, compared with EPS of \$0.48 in the prior year quarter. Adjusted EPS was \$0.70 in the current quarter compared with \$0.60 in the prior year quarter.

"I am pleased to report another strong operating quarter for Kennametal," commented Chris Rossi, Kennametal president and CEO. "Our end markets are robust, and the work we are doing on our three initiatives - growth, simplification and modernization - is driving improvements to results and margins. We are intensely focused on executing our multi-year plan."

Mr. Rossi continued, "We are aggressively pursuing our simplification efforts and starting to get traction on the execution of our modernization initiatives, which contributed to our strong results. We expect to see increased benefits from these initiatives going forward in line with our multi-year plan. In addition, even in the face of rising raw material costs, price realization outpaced raw material cost inflation, and we expect to sustain that trend for the fiscal year. As a result of the combination of these factors, we are raising the midpoint of our adjusted EPS outlook and expectations for cash flow."

This earnings release contains non-GAAP financial measures, reconciliations for which are set forth in the tables attached to this earnings release, and corresponding descriptions are contained in the company's Current Report on Form 8-K, which was filed with the Securities and Exchange Commission (SEC) on May 2, 2018.

Fiscal 2018 Third Quarter Key Developments

- Sales were \$608 million, compared with \$529 million in the prior year quarter. Sales increased by 15 percent, driven by 11 percent organic growth and a 6 percent favorable currency exchange impact, partially offset by a 2 percent decrease due to fewer business days. Sales grew in all segments, end markets and regions.
- Pre-tax restructuring and related charges were \$2 million, or \$0.01 on a per share basis, and pre-tax benefits from cost savings initiatives were approximately \$41 million. In the prior year quarter, pre-tax restructuring and related charges were \$10 million, or \$0.12 per share, and pre-tax benefits were approximately \$30 million.

- Operating income was \$85 million, compared to \$58 million in the prior year quarter. Adjusted operating income was \$87 million, compared to \$68 million in the prior year quarter. The increase in adjusted operating income is due primarily to organic sales growth, incremental restructuring benefits, favorable currency exchange and mix, partially offset by higher raw material costs, decreased manufacturing efficiency in part due to modernization efforts in progress, salary inflation and higher variable compensation expense due to higher than expected operating results. Price realization outpaced raw material cost inflation. Operating margin was 14.0 percent in the current period compared to 11.0 percent in the prior year quarter. Adjusted operating margin was 14.3 percent in the current period compared to 12.8 percent in the prior year quarter.
- The reported effective tax rate (ETR) was 31.2 percent and the adjusted ETR was 23.1 percent. The difference between the reported and adjusted ETR in the quarter is driven primarily by a discrete charge of \$6 million, or \$0.08 per share, to record adjustments to the provisional toll tax associated with U.S. tax reform. For the prior year quarter, the reported ETR was 19.0 percent and the adjusted ETR was 15.3 percent. The change in the adjusted ETR year-over-year is primarily due to U.S. income in the prior year quarter not being tax-effected and current quarter U.S. income being tax-effected now that a valuation allowance is no longer recorded on U.S. deferred tax assets.
- EPS was \$0.61, compared with \$0.48 in the prior year quarter. Adjusted EPS was \$0.70 in the current quarter and \$0.60 in the prior year quarter. Reported EPS in the current quarter includes a charge related to U.S. tax reform of \$0.08 and restructuring and related charges of \$0.01, and for the prior year quarter includes restructuring and related charges of \$0.12.
- Year-to-date net cash flow from operating activities was \$181 million compared to \$83 million in the prior year period. Year-to-date free operating cash flow was \$54 million compared to negative \$7 million in the prior year period. The change in free operating cash flow is driven primarily by higher cash from operations before changes in certain other assets and liabilities and lower restructuring payments, offset partially by higher working capital and capital expenditures.
- Net income attributable to Kennametal was \$51 million compared with \$39 million in the prior year quarter. EBITDA was \$109 million, compared with \$82 million in the prior year quarter. Adjusted EBITDA was \$111 million in the current quarter and \$91 million in the prior year quarter.

Segment Developments for the Fiscal 2018 Third Quarter

- Industrial sales of \$333 million increased 15 percent from \$289 million in the prior year quarter, reflecting organic sales growth of 10 percent and an 8 percent favorable currency exchange impact, partially offset by a 3 percent decrease due to fewer business days.
- Industrial operating income was \$53 million compared to \$39 million in the prior year quarter. Adjusted operating income was \$54 million compared to \$44 million in the prior year quarter, driven primarily by organic sales growth, incremental restructuring benefits and favorable currency exchange impact, partially offset by decreased manufacturing efficiency in part due to modernization efforts in progress, higher variable compensation expense due to higher than expected operating results, and salary inflation. Industrial operating margin was 15.9 percent compared to 13.3 percent in the prior year quarter. Industrial adjusted operating margin was 16.2 percent compared with 15.1 percent in the prior year quarter.
- Widia sales of \$52 million increased 13 percent from \$46 million in the prior year quarter, driven by organic sales growth of 9 percent and a 5 percent favorable currency exchange impact, partially offset by a 1 percent decrease due to fewer business days.
- Widia operating income was \$2 million compared to \$1 million in the prior year quarter. The increase was due primarily to organic sales growth, partially offset by slightly unfavorable mix. Widia operating margin was 3.1 percent compared with 1.3 percent in the prior year quarter. Widia adjusted operating margin was 3.2 percent compared with 2.3 percent in the prior year quarter.
- Infrastructure sales of \$223 million increased 15 percent from \$193 million in the prior year quarter, driven by organic sales growth of 14 percent and a 3 percent favorable currency exchange impact, partially offset by a 2 percent decrease due to fewer business days.

- Infrastructure operating income was \$32 million compared to \$20 million in the prior year quarter. Adjusted operating income was \$32 million compared to \$24 million in the prior year quarter, primarily driven by organic sales growth, favorable mix, favorable currency exchange impact and incremental restructuring benefits, partially offset by higher raw material costs, decreased manufacturing efficiency in part due to modernization efforts in progress and higher compensation expense. Infrastructure operating margin was 14.3 percent compared to 10.3 percent in the prior year quarter. Infrastructure adjusted operating margin was 14.6 percent compared with 12.3 percent in the prior year quarter.

Fiscal 2018 Year-to-Date Key Developments

- Sales were \$1,722 million, compared to \$1,493 million in the prior year. Sales increased by 15 percent, driven by organic growth of 13 percent and a 3 percent favorable currency exchange impact, partially offset by a 1 percent decrease due to fewer business days.
- Operating income was \$210 million, compared to \$73 million in prior year. Adjusted operating income was \$220 million in the current period, compared to \$126 million in the prior year. Adjusted operating income increased due primarily to organic sales growth, incremental restructuring benefits, favorable mix and favorable currency exchange impact, partially offset by salary inflation, higher raw material costs and higher variable compensation expense due to higher than expected operating results. Operating margin was 12.2 percent, compared to 4.9 percent in the prior year. Adjusted operating margin was 12.8 percent, compared to 8.4 percent in the prior year.
- EPS was \$1.59 in the current year, compared with \$0.30 in the prior year. Adjusted EPS was \$1.78 in the current year and \$0.95 in the prior year.

Outlook

The company now expects adjusted EPS for the full fiscal year to be in the range of \$2.55 to \$2.65 per share on organic sales growth at the top end of the prior outlook of 9 to 11 percent, a change from the previous adjusted EPS outlook of \$2.40 to \$2.70 per share. The company now expects free operating cash flow to be \$60 to \$75 million, which includes expected net capital expenditures near the low end of the previous outlook of \$210 to \$230 million. The previous outlook of free operating cash flow was \$0 to \$30 million.

Dividend Declared

Kennametal also announced that its board of directors declared a quarterly cash dividend of \$0.20 per share. The dividend is payable on May 30, 2018 to shareholders of record as of the close of business on May 15, 2018.

The company will discuss its fiscal 2018 third quarter results in a live webcast at 8:00 a.m. Eastern Time, Thursday, May 3, 2018. This event will be broadcast live on the company's website, www.kennametal.com. To access the webcast, select "About Us", "Investor Relations" and then "Events." A recorded replay of this event will also be available on the company's website through June 2, 2018.

Certain statements in this release may be forward-looking in nature, or “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements are statements that do not relate strictly to historical or current facts. For example, statements about Kennametal’s outlook for earnings, sales volumes, cash flow and capital expenditures for fiscal year 2018 and our expectations regarding future growth and financial performance are forward-looking statements. Any forward looking statements are based on current knowledge, expectations and estimates that involve inherent risks and uncertainties. Should one or more of these risks or uncertainties materialize, or should the assumptions underlying the forward-looking statements prove incorrect, our actual results could vary materially from our current expectations. There are a number of factors that could cause our actual results to differ from those indicated in the forward-looking statements. They include: economic recession; our ability to achieve all anticipated benefits of restructuring initiatives; our foreign operations and international markets, such as currency exchange rates, different regulatory environments, trade barriers, exchange controls, and social and political instability; changes in the regulatory environment in which we operate, including environmental, health and safety regulations; potential for future goodwill and other intangible asset impairment charges; our ability to protect and defend our intellectual property; continuity of information technology infrastructure; competition; our ability to retain our management and employees; demands on management resources; availability and cost of the raw materials we use to manufacture our products; product liability claims; integrating acquisitions and achieving the expected savings and synergies; global or regional catastrophic events; demand for and market acceptance of our products; business divestitures; energy costs; commodity prices; labor relations; and implementation of environmental remediation matters. Many of these risks and other risks are more fully described in Kennametal’s latest annual report on Form 10-K and its other periodic filings with the Securities and Exchange Commission. We can give no assurance that any goal or plan set forth in forward-looking statements can be achieved and readers are cautioned not to place undue reliance on such statements, which speak only as of the date made. We undertake no obligation to release publicly any revisions to forward-looking statements as a result of future events or developments.

About Kennametal

Celebrating its 80th year as an industrial technology leader, Kennametal Inc. delivers productivity to customers through materials science, tooling and wear-resistant solutions. Customers across aerospace, earthworks, energy, general engineering and transportation turn to Kennametal to help them manufacture with precision and efficiency. Every day approximately 11,000 employees are helping customers in more than 60 countries stay competitive. Kennametal generated nearly \$2.1 billion in revenues in fiscal 2017. Learn more at www.kennametal.com.

FINANCIAL HIGHLIGHTS

CONDENSED CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

(in thousands, except per share amounts)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2018	2017	2018	2017
Sales	\$ 607,936	\$ 528,630	\$ 1,721,734	\$ 1,493,343
Cost of goods sold	388,475	342,365	1,124,736	1,015,926
Gross profit	219,461	186,265	596,998	477,417
Operating expense	129,151	116,939	369,131	347,808
Restructuring and asset impairment charges	1,264	7,169	6,834	44,230
Amortization of intangibles	3,690	4,245	11,028	12,665
Operating income	85,356	57,912	210,005	72,714
Interest expense	7,468	7,331	21,848	21,475
Other expense, net	647	1,626	2,046	2,470
Income before income taxes	77,241	48,955	186,111	48,769
Provision for income taxes	24,130	9,301	51,204	22,401
Net income	53,111	39,654	134,907	26,368
Less: Net income attributable to noncontrolling interests	2,245	764	3,256	1,873
Net income attributable to Kennametal	\$ 50,866	\$ 38,890	\$ 131,651	\$ 24,495
PER SHARE DATA ATTRIBUTABLE TO KENNAMETAL SHAREHOLDERS				
Basic earnings per share	\$ 0.62	\$ 0.48	\$ 1.62	\$ 0.31
Diluted earnings per share	\$ 0.61	\$ 0.48	\$ 1.59	\$ 0.30
Dividends per share	\$ 0.20	\$ 0.20	\$ 0.60	\$ 0.60
Basic weighted average shares outstanding	81,793	80,398	81,445	80,219
Diluted weighted average shares outstanding	83,109	81,381	82,670	80,965

CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

(in thousands)	March 31, 2018		June 30, 2017	
ASSETS				
Cash and cash equivalents	\$	221,906	\$	190,629
Accounts receivable, net		410,550		380,425
Inventories		537,205		487,681
Other current assets		70,926		55,166
Total current assets		1,240,587		1,113,901
Property, plant and equipment, net		804,954		744,388
Goodwill and other intangible assets, net		491,109		491,894
Other assets		81,212		65,313
Total assets	\$	2,617,862	\$	2,415,496
LIABILITIES				
Current maturities of long-term debt and capital leases, including notes payable	\$	1,399	\$	925
Accounts payable		220,205		215,722
Other current liabilities		256,186		244,831
Total current liabilities		477,790		461,478
Long-term debt and capital leases		696,087		694,991
Other liabilities		217,831		206,374
Total liabilities		1,391,708		1,362,843
KENNAMETAL SHAREHOLDERS' EQUITY		1,187,325		1,017,294
NONCONTROLLING INTERESTS		38,829		35,359
Total liabilities and equity	\$	2,617,862	\$	2,415,496

SEGMENT DATA (UNAUDITED) (in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2018	2017	2018	2017
<i>Outside Sales:</i>				
Industrial	\$ 333,012	\$ 289,455	\$ 942,922	\$ 825,990
Widia	52,217	46,297	145,204	130,186
Infrastructure	222,707	192,878	633,608	537,167
Total sales	\$ 607,936	\$ 528,630	\$ 1,721,734	\$ 1,493,343
<i>Sales By Geographic Region:</i>				
Americas	\$ 294,189	\$ 261,346	\$ 832,065	\$ 730,014
EMEA	192,876	161,979	534,040	460,713
Asia Pacific	120,871	105,305	355,629	302,616
Total sales	\$ 607,936	\$ 528,630	\$ 1,721,734	\$ 1,493,343
<i>Operating Income (Loss):</i>				
Industrial	\$ 53,029	\$ 38,535	\$ 131,132	\$ 62,138
Widia	1,638	606	2,556	(7,797)
Infrastructure	31,767	19,770	79,347	22,457
Corporate ⁽¹⁾	(1,078)	(999)	(3,030)	(4,084)
Total operating income	\$ 85,356	\$ 57,912	\$ 210,005	\$ 72,714

⁽¹⁾ Represents unallocated corporate expenses

In addition to reported results under generally accepted accounting principles in the United States of America (GAAP), the following financial highlight tables include, where appropriate, a reconciliation of adjusted results including: gross profit and margin; operating expense; operating expense as a percentage of sales; operating income and margin; ETR; net income attributable to Kennametal shareholders; diluted EPS; Industrial operating income and margin; Widia operating income and margin; Infrastructure operating income and margin; free operating cash flow; EBITDA and margin; and consolidated and segment organic sales growth (which are non-GAAP financial measures), to the most directly comparable GAAP financial measures. For those adjustments that are presented 'net of tax', the tax effect of the adjustment can be derived by calculating the difference between the pre-tax and the post-tax adjustments presented. The tax effect on adjustments is calculated by preparing an overall tax calculation including the adjustments and then a tax calculation excluding the adjustments. The difference between these calculations results is the tax impact of the adjustments.

Management believes that investors should have available the same information that management uses to assess operating performance, determine compensation and assess the capital structure of the company. These non-GAAP financial measures should not be considered in isolation or as a substitute for the most comparable GAAP financial measures. Investors are cautioned that non-GAAP financial measures utilized by the company may not be comparable to non-GAAP financial measures used by other companies. Reconciliations of non-GAAP financial measures are set forth in the tables below and descriptions of certain non-GAAP financial measures are contained in our current report on Form 8-K filed with the SEC on May 2, 2018.

Reconciliations to the most directly comparable GAAP financial measures for the following forward-looking non-GAAP financial measures for full fiscal year of 2018 are not presented, including but not limited to: adjusted earnings per share, organic sales growth and free operating cash flow. The most comparable GAAP measures are earnings per share, sales growth and net cash flow from operating activities, respectively. Because the non-GAAP financial measures on a forward-looking basis are subject to uncertainty and variability as they are dependent on many factors - including, but not limited to, the effect of foreign currency exchange fluctuations, impacts from potential acquisitions or divestitures, gains or losses on the potential sale of businesses or other assets, restructuring costs, asset impairment charges, losses from early extinguishment of debt, the tax impact of the items above and the impact of tax law changes or other tax matters - reconciliations to the most directly comparable forward-looking GAAP financial measures are not available without unreasonable effort.

THREE MONTHS ENDED MARCH 31, 2018 (UNAUDITED)

(in thousands, except percents and per share data)	Sales	Gross profit	Operating expense	Operating income	Effective tax rate	Net income ⁽²⁾	Diluted EPS
Reported results	\$ 607,936	\$ 219,461	\$ 129,151	\$ 85,356	31.2 %	\$ 50,866	\$ 0.61
Reported margins		36.1%	21.2%	14.0%			
Restructuring and related charges	—	694	277	1,681	0.2	1,230	0.01
Tax reform charge ⁽³⁾	—	—	—	—	(8.3)	6,382	0.08
Adjusted results	\$ 607,936	\$ 220,155	\$ 129,428	\$ 87,037	23.1 %	\$ 58,478	\$ 0.70
Adjusted margins		36.2%	21.3%	14.3%			

⁽²⁾ Attributable to Kennametal

⁽³⁾ Additional charge recorded to reflect adjustments to the provisional amounts recorded in the December quarter of fiscal 2018 for the application of a measure of the Tax Cuts and Jobs Act of 2017 requiring a one-time transition tax on previously untaxed accumulated earnings and profits of non-U.S. companies. The toll tax charge is based on a reasonable estimate and is subject to finalization of collecting all information and analyzing the calculation in reasonable detail to complete the accounting.

(in thousands, except percents)	Industrial		Widia		Infrastructure	
	Sales	Operating income	Sales	Operating income	Sales	Operating income
Reported results	\$ 333,012	\$ 53,029	\$ 52,217	\$ 1,638	\$ 222,707	\$ 31,767
Reported operating margin		15.9%		3.1%		14.3%
Restructuring and related charges	—	1,023	—	17	—	641
Adjusted results	\$ 333,012	\$ 54,052	\$ 52,217	\$ 1,655	\$ 222,707	\$ 32,408
Adjusted operating margin		16.2%		3.2%		14.6%

THREE MONTHS ENDED MARCH 31, 2017 (UNAUDITED)

(in thousands, except percents and per share data)	Sales	Gross profit	Operating expense	Operating income	Effective tax rate	Net income ⁽²⁾	Diluted EPS
Reported results	\$ 528,630	\$ 186,265	\$ 116,939	\$ 57,912	19.0 %	\$ 38,890	\$ 0.48
Reported margins		35.2%	22.1%	11.0%			
Restructuring and related charges	—	1,644	(809)	9,623	(3.7)	9,961	0.12
Adjusted results	\$ 528,630	\$ 187,909	\$ 116,130	\$ 67,535	15.3 %	\$ 48,851	\$ 0.60
Adjusted margins		35.5%	22.0%	12.8%			

(in thousands, except percents)	Industrial		Widia		Infrastructure	
	Sales	Operating income	Sales	Operating income	Sales	Operating income
Reported results	\$ 289,455	\$ 38,535	\$ 46,297	\$ 606	\$ 192,878	\$ 19,770
Reported operating margin		13.3%		1.3%		10.3%
Restructuring and related charges	—	5,142	—	466	—	3,974
Adjusted results	\$ 289,455	\$ 43,677	\$ 46,297	\$ 1,072	\$ 192,878	\$ 23,744
Adjusted operating margin		15.1%		2.3%		12.3%

NINE MONTHS ENDED MARCH 31, 2018 (UNAUDITED)

(in thousands, except percents)	Sales	Operating income	Net income ⁽²⁾	Diluted EPS
Reported results	\$ 1,721,734	\$ 210,005	\$ 131,651	\$ 1.59
Reported operating margin		12.2%		
Restructuring and related charges	—	10,048	7,800	0.10
Impact of out of period adjustment to provision for income taxes ⁽⁴⁾	—	—	5,297	0.06
Net tax reform charge ⁽⁵⁾	—	—	2,496	0.03
Adjusted results	\$ 1,721,734	\$ 220,053	\$ 147,244	\$ 1.78
Adjusted operating margin		12.8%		

⁽⁴⁾ Non-cash charge associated with the out-of-period impact of recording an adjustment to deferred tax charges associated with intra-entity product transfers.

⁽⁵⁾ Net tax charge associated with the Tax Cuts and Jobs Act of 2017 (TCJA). TCJA required a one-time transition tax on previously untaxed accumulated earnings and profits of non-U.S. companies. This transition tax of \$83 million resulted in an estimated toll charge, which was mostly offset by our U.S. tax carryforwards, which were subject to a full valuation allowance. After the effect of the toll charge and utilization of existing tax attributes, deferred tax assets were remeasured and the valuation allowance was released in the December quarter of fiscal 2018, yielding a net benefit of \$4 million in that quarter. An additional \$6 million expense was recorded in the third quarter to reflect adjustments to the toll charge. The toll charge of \$83 million is based on a reasonable estimate and is subject to finalization of collecting all information and analyzing the calculation in reasonable detail to complete the accounting.

NINE MONTHS ENDED MARCH 31, 2017 (UNAUDITED)

(in thousands, except percents)	Sales	Operating income	Net income ⁽²⁾	Diluted EPS
Reported results	\$ 1,493,343	\$ 72,714	\$ 24,495	\$ 0.30
Reported operating margin		4.9%		
Restructuring and related charges	—	53,064	51,469	0.63
Australia deferred tax valuation allowance	—	—	1,288	0.02
Adjusted results	\$ 1,493,343	\$ 125,778	\$ 77,252	\$ 0.95
Adjusted operating margin		8.4%		

FREE OPERATING CASH FLOW (UNAUDITED)

(in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2018	2017	2018	2017
Net cash flow from operating activities ⁽⁶⁾	\$ 113,813	\$ 34,094	\$ 180,586	\$ 82,793
Purchases of property, plant and equipment	(43,087)	(23,522)	(128,310)	(94,095)
Proceeds from disposals of property, plant and equipment	1,350	343	2,196	3,852
Free operating cash flow	\$ 72,076	\$ 10,915	\$ 54,472	\$ (7,450)

⁽⁶⁾ Amounts for the three and nine months ended March 31, 2017 have been restated to reflect adoption of FASB ASU 2016-09.

EBITDA (UNAUDITED)

(in thousands)	Three Months Ended March 31,		Nine Months Ended March 31,	
	2018	2017	2018	2017
Net income attributable to Kennametal	\$ 50,866	\$ 38,890	\$ 131,651	\$ 24,495
Add back:				
Interest expense	7,468	7,331	21,848	21,475
Interest income	(1,023)	(306)	(1,540)	(759)
Provision for income taxes	24,130	9,301	51,204	22,401
Depreciation	23,933	22,375	69,994	68,369
Amortization of intangibles	3,690	4,245	11,028	12,665
EBITDA	\$ 109,064	\$ 81,836	\$ 284,185	\$ 148,646
Margin	17.9%	15.5%	16.5%	10.0%
Adjustments:				
Restructuring and related charges	1,681	9,623	10,048	53,064
Adjusted EBITDA	\$ 110,745	\$ 91,459	\$ 294,233	\$ 201,710
Adjusted margin	18.2%	17.3%	17.1%	13.5%

ORGANIC SALES GROWTH (UNAUDITED)

Three Months Ended March 31, 2018	Industrial	Widia	Infrastructure	Total
Organic sales growth	10%	9%	14%	11%
Foreign currency exchange impact	8	5	3	6
Business days impact	(3)	(1)	(2)	(2)
Divestiture impact	—	—	—	—
Acquisition impact	—	—	—	—
Sales growth	15%	13%	15%	15%
Nine Months Ended March 31, 2018				Total
Organic sales growth				13%
Foreign currency exchange impact				3
Business days impact				(1)
Divestiture impact				—
Acquisition impact				—
Sales growth				15%