SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

1. Name and Addre	1 0		2. Issuer Name and Ticker or Trading Symbol KENNAMETAL INC [KMT]		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner					
(Last) THE MOSAIC		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/26/2015		Officer (give title below)	Other (specify below)				
3300 CAMPUS DRIVE, SUITE E490 (Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ng (Check Applicable					
PLYMOUTH	MN	55441			Form filed by More that Person	°				
(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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Beneficially Owned Following	(D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 		(1150.4)

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. Transa Code (8)				6. Date Exerc Expiration Da (Month/Day/Y	ate	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)		
Stock Credits	(1)	08/26/2015		A		609.537		(2)	(2)	Common Stock	609.537	\$27.89	35,255.394 ⁽³⁾	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 (64.947) of stock credits acquired pursuant to a dividend reinvestment feature of the Kennametal Inc. Stock Incentive Plan of 2002 and (186.071) 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 tis shareholders that satisfies the requirement of Rule 16a-11 of the Securities and Exchange Act of 2934, as amended.

<u>Kevin G. Nowe</u>

** Signature of Reporting Person

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.

08/28/2015 Date