## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 NEWLIN WILLIAM R						KENNAMETAL INC [ KMT ]									or Reportin cable) or	g Person(s) to	10% Owner		
	CHNOLOG	•	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/24/2010								Officer below)	(give title		Other (specify below)		
P.O. BOX 231					_ 4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)	Street) LATROBE PA 15650			_								X Form filed by One Reporting Person  Form filed by More than One Reporting  Person							
(City)	(S	tate)	(Zip)																
		Tab	le I - No	n-Deri	vativ	e Se	curit	ies Ac	quired	, Dis	sposed o	f, or Be	neficiall	y Owned					
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		ar)   E	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disp Code (Instr.			Securities Acquired (A) or sposed Of (D) (Instr. 3, 4 and		Beneficia Owned F	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
									Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)		
Common	Common Stock 02/24/2				4/2010	2010			M		13,000	A	\$14.0	\$14.06 87,95		D			
Common Stock 02/24				4/2010	2010			S		800	D	\$26.04	\$26.043 87,15		D				
Common	Common Stock 02/2		02/2	4/2010	2010			S	s 500		D	\$26.05	\$26.053 86,65		D				
Common	Common Stock 02/		02/2	4/2010	2010		S		2,300	D	\$26.06	\$26.063 84,35		D					
Common	Common Stock 0:		02/2	4/2010	0			S		500	D	\$26.07	3 83,85	6.9693	D				
Common	non Stock		02/2	24/2010				S		100	D	\$26.0	8 83,75	6.9693	D				
Common	ommon Stock 02/		02/24	4/2010	2010		S		50	D	\$26.0	4 83,70	6.9693	D					
Common	Stock			02/2	4/2010	2010			S		100	D	\$26.05	83,60	6.9693	D			
Common Stock 02/24			4/2010	2010		S		4,800	D	\$26.08	\$26.081 78,80		D						
Common Stock 02/24/			4/2010	2010		S		250	D	\$26.08	78,556.9693		D						
		-	Гable II -								osed of,			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)  3A. Deemed Execution D if any (Month/Day/		d 4. Date, Transactio Code (Inst		ection	5. Number of		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 derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ownersl Form: Direct (Dor Indirect) (I) (Instr.	Beneficial Ownership ct (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares						
Non- Qualified Stock Option (right to buy)	\$14.06	02/24/2010		М				13,000	10/23/20	000	10/20/2010	Common Stock	13,000	\$0	22,000	D D			

By: Kevin G. Nowe For: William R. Newlin

02/25/2010

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).