FORM 4

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

gton, D.C. 20549	OMB APPROVAL

hours per response:

0.5

gion, D.C. 20043		OMB APPRO
	<b> </b>	

3235-0287 OMB Number: STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Estimated average burden

	Check this box if no longer subject to
١	Section 16. Form 4 or Form 5
	obligations may continue. See
	Instruction 1(h)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*  ACCURATE TO ACCURATE A CONTRACT OF THE ACCURATE A CONTRACT													5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
MCLEVISH TIMOTHY R				-	Table 1 and I will be a second of the second								X	Director	10% Owne		ner	
(Last)	(F	irst)	(Middle)		Date of Earliest Transaction (Month/Day/Year)												Other (sp below)	pecify
INGERSOLL-RAND COMPANY LIMITED				1	11/20/2006													
155 CHESTNUT RIDGE ROAD				4	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street)	ALE N	J	07645										Line) X	Form filed by One Reporting Person Form filed by More than One Reporting Person				ng
(City)	(S	tate)	(Zip)															
		Ta	able I - Non-D	erivat	ive S	ecurities	s Ac	quired, D	ispo	sed c	of, or Be	nefic	ally (	Owned				
Date			Transact ite onth/Day		2A. Deemed Execution Date, if any (Month/Day/Year		Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			4 and 5) Securities Beneficia Owned Fo		у	Form:	Direct Indirect Etr. 4)	7. Nature of Indirect Beneficial Ownership	
							Code V	, ,	Amount	(A) (D)	or Pri	се	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 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)	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amo Securities Under Derivative Secur (Instr. 3 and 4)		ying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported	re es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Exp Date	iration e	Title	Amou Numbe Shares	er of		Transact (Instr. 4)			
Stock Credits	(1)	11/20/2006		A		212.2489		(2)		(2)	Common Stock	212.2	489	\$61.72	2,844.57	761 <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 an director ("retirement"), unless the reporting person has elected to receive the common stock represented by the stock credits following retirement.
- 3. Includes 3.2085 of stock credits acquired pursuant to a dividend reinvestment feature of the Kennametal Inc. Stock and Incentive Plan of 2002 and 5.7176 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 requirements of Rule 16a-11 of the Securities Exchange Act of 1934, as amended.

By: David W. Greenfield For: Timothy R. McLevish

11/21/2006

\*\* 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.