

OMB APPROVAL	
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**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

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

1. Name and Address of Reporting Person* <u>CARDOSO CARLOS M</u>  (Last) (First) (Middle) <u>222 W LAS COLINAS BLVD</u> <u>1,550</u>  (Street) <u>IRVING TX 75039</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KENNAMETAL INC [ KMT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____  <b>Vice President</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/27/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>07/28/2004</u>	

**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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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. Transaction Code (Instr. 8)		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 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 Transaction(s) (Instr. 4)	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				
Stock Credits <sup>(1)</sup>	(2)	07/27/2004		A		7,881.4521		(4)	(4)	Common Stock	7,881.4521	(3)	7,881.4521	D	

**Explanation of Responses:**

1. This Amended Form 4 is being filed to report the reporting person's receipt of 7,881.4521 stock credits in lieu of a cash bonus otherwise payable to the reporting person. A Form 4 to report the transaction was timely filed, but, due to a clerical error, the shares were incorrectly reported in Table I as: (i) an acquisition of 7,882 shares of common stock in lieu of a cash bonus; and (ii) the withholding of 2,334 shares of company stock to satisfy the related tax withholding obligation which the reporting person would have incurred upon the receipt of such shares of company common stock.

2. 1-for-1

3. The Reporting Person received the reported stock credits in lieu of a cash bonus otherwise payable to the Reporting Person pursuant to the Kennametal Inc. Performance Bonus Stock Plan of 1995.

4. 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 officer ("retirement"), unless the reporting person has elected to receive the common stock represented by the stock credits following retirement.

By: David W. Greenfield For: 07/29/2004  
Carlos M. Cardoso

\*\* 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.