SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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
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1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
BREISINGER JAMES R	KENNAMETAL INC [KMT]	Director ___ 10% Owner ___ X Officer (give title below) ___ Other (specify below) ___ **Vice President**
(Last) (First) (Middle) 1600 TECHNOLOGY WAY P.O. BOX 231	3. Date of Earliest Transaction (Month/Day/Year) 05/01/2007	
(Street) LATROBE PA 15650	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person ___ Form filed by More than One Reporting 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)	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			
Common Stock	05/01/2007		M		700	A	$38.48	37,598.6768	D	
Common Stock	05/01/2007		M		5,642	A	$40.975	43,240.6768	D	
Common Stock	05/01/2007		M		2,175	A	$50.605	45,415.6768	D	
Common Stock	05/01/2007		S		200	D	$71.25	45,215.6768	D	
Common Stock	05/01/2007		S		100	D	$71.21	45,115.6768	D	
Common Stock	05/01/2007		S		2,217	D	$71.2	42,898.6768	D	
Common Stock	05/01/2007		S		900	D	$71.07	41,998.6768	D	
Common Stock	05/01/2007		S		200	D	$71.05	41,798.6768	D	
Common Stock	05/01/2007		S		1,300	D	$71.01	40,498.6768	D	
Common Stock	05/01/2007		S		3,600	D	$71	36,898.6768	D	

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				
Employee Stock Option (right to buy)	$38.48	05/01/2007		M			700	12/11/2005	12/10/2013	Common Stock	700	$0	4,300	D	
Employee Stock Option (right to buy)	$40.975	05/01/2007		M			5,642	07/27/2006	07/26/2014	Common Stock	5,642	$0	2,866	D	
Stock Option (right to buy)	$50.605	05/01/2007		M			2,175	07/25/2006	07/24/2015	Common Stock	2,175	$0	6,525	D	

Explanation of Responses:

By: David W. Greenfield For: James R. Breisinger   05/02/2007

** 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.