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
Estimated average burden hours per response:	0.5

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*
Witt John Wayne
(Last) (First) (Middle)
525 WILLIAM PENN PLACE
SUITE 3300
(Street)
PITTSBURGH PA 15219
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
KENNAMETAL INC [KMT]
Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)
07/27/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☐ Director ☐ 10% Owner
☑ Officer (give title below) ☐ Other (specify below)
Vice President

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

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	07/27/2026		A		1,390[(1)]	A	$0	3,024	D	
Common Stock	07/27/2026		A		2,084[(2)]	A	$0	5,108	D	
Common Stock	07/27/2026		A		1,488[(3)]	A	$0	6,596	D	
Common Stock	07/27/2026		A		1,500[(4)]	A	$0	8,096	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				

Explanation of Responses:

1. Represents 1,390 performance stock units deemed to have been earned by the Compensation and Human Capital Committee, the Committee, on July 27, 2026, with respect to the third tranche of the Performance Unit Award relating to adjusted ROIC granted to the reporting person on August 15, 2023, the 2023 Performance Unit Award, under the Kennametal Inc. 2020 Stock and Incentive Plan. On July 27, 2026, the Committee approved adjusted ROIC payout multiple at 200.0 percent for such tranche of the 2023 Performance Unit Award, vesting and actual distribution of these shares remain subject to the reporting persons continued employment with the Company through August 15, 2026

2. Represents 2,084 performance stock units deemed to have been earned by the Committee on July 27,2026, with respect to the tranche of the 2023 Performance Unit Award relating to adjusted EBITDA margin, under the Kennametal Inc. 2020 Stock and Incentive Plan. On July 27,2026, the Committee approved adjusted EBITDA margin payout at 200.0 percent for such tranche of the 2023 Performance Unit Award, vesting and actual distribution of these shares remain subject to the reporting persons continued employment with the Company through August 15, 2025

3. Represents 1,488 performance stock units deemed to have been earned by the Committee on July 27, 2026, with respect to the second tranche of the Performance Unit Award relating to adjusted ROIC granted to the reporting person on August 15, 2024, the 2024 Performance Unit Award, under the Kennametal Inc. 2024 Stock and Incentive Plan. On July 27, 2026, the Committee approved adjusted ROIC payout at 200.0 percent for such tranche of the 2024 Performance Unit Award; vesting and actual distribution of these shares remain subject to the reporting persons continued employment with the Company through August 15, 2027

4. Represents 1,500 performance stock units deemed to have been earned by the Committee on July 27, 2026, with respect to the first tranche of the Performance Unit Award granted to the reporting person on August 15, 2025, the 2025 Performance Unit Award, under the Kennametal Inc. 2024 Stock and Incentive Plan. On July 27, 2026, the Committee approved adjusted ROIC payout multiple at 200.0 percent for the first tranche of the 2025 Performance Unit Award, vesting and actual distribution of these shares remain subject to the reporting persons continued employment with the Company through August 15, 2028

Michelle R. Keating, as attorney-in-fact for John Wayne Witt	07/29/2026
** 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.