KENNAMETAL INC

Form 4

August 05, 2014

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person CARDOSO CARLOS M	* 2. Issuer Name and Ticker or Trading Symbol KENNAMETAL INC [kmt]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (First) (Middle)				
(Last) (First) (Windle)	(Month/Day/Year)	Director 10% Owner		
1600 TECHNOLOGY WAY, P.O BOX 231	08/01/2014	X Officer (give title Other (specify below)  President and CEO		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
LATROBE, PA 15650	Filed(Month/Day/Year)			

(City)	(State)	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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	08/01/2014		Code V F	Amount 7,076	(D)	Price \$ 42.13	(Instr. 3 and 4) 171,520	D	
Common Stock	08/01/2014		M	21,128	A	\$ 42.13	192,648	D	
Common Stock	08/01/2014		F	9,662	D	\$ 42.13	182,986 (1)	D	

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

(7:n)

(State)

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#### number.

# 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. Transactic Code (Instr. 8)	5. Number of onDerivative 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 Underlying Secu (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Restricted Stock Units	<u>(2)</u>	08/01/2014		M	2	21,128	08/01/2014	(3)	Common Stock	21
Restricted Stock Units	<u>(2)</u>	08/01/2014		A	16,615		(3)	(3)	Common Stock	16
Stock Options (right to buy)	\$ 42.13	08/01/2014		A	74,786		<u>(4)</u>	07/31/2024	Common Stock	74

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CARDOSO CARLOS M 1600 TECHNOLOGY WAY P.O. BOX 231 LATROBE, PA 15650

President and CEO

## **Signatures**

By: Kevin G. Nowe For: Carlos M. O8/05/2014

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- (1) Includes 1,302 shares held in the Kennametal Inc. 401K Plan.
- (2) 1 for 1.
- (3) Restricted Stock Units are subject to time based vesting and are dispersed in four equal annual installments, commencing on the first anniversary date of the grant date subject to continued employment with the company.

Reporting Owners 2

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(4) Options are exercisable in four equal annual installments, commencing on the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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