SEC Form 4

FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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STATEMENT	OF	CF

TATEMENT 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

1. Name and Addres <u>Watson Patric</u>	ss of Reporting Perso : <u>k S</u>	n*	2. Issuer Name and Ticker or Trading Symbol <u>KENNAMETAL INC</u> [KMT]		tionship of Reporting Pers all applicable) Director	10% Owner
(Last) 525 WILLIAM 1 33RD FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 08/02/2021	X	Officer (give title below) Vice Preside	Other (specify below) nt
(Street) PITTSBURGH (City)	PA (State)	15219 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	orting 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)						5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Common Stock	08/02/2021		М		1,323(1)	A	\$36.25	15,650.44	D	
Common Stock	08/02/2021		F		365	D	\$36.25	15,285.44	D	
Common Stock	08/02/2021		J		620 ⁽²⁾	D	\$0	14,665.44 ⁽³⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

L															
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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate Amount of		of Derivative s Security ng (Instr. 5) e Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(4)	08/02/2021		М			827	08/01/2021	(5)	Common Stock	827	\$0	0	D	

Explanation of Responses:

1. Includes 496 performance unit shares vested and distributed as common stock under Kennametal's 2018 Performance Unit Award.

2. Represents 620 performance unit shares previously reported on Form 4 as deemed earned shares under Kennametal's 2018 Performance Unit Award that have met the performance requirements for distribution as common shares. Previously reported performance unit shares are subject to a relative TSR multiplier, calculated on July 26, 2021 as 80%, approved by the Compensation Committee of

the momental's Board of Directors, and applied upon vestig. Distributed performance unit shares are separately reported on Form 4 as acquired comons, spectrock.

3. Includes 327.44 shares held in the Kennametal Inc. 401(k) Plan.

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5. Restricted stock units are subject to time-based vesting and are disbursed in three equal annual installments, commencing on the first anniversary date of the grant date and subject to continued employment with the company.

Michelle R. Keating

** Signature of Reporting Person

08/03/2021

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.